

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY

ATTORNEY MONTHLY FEE STATEMENT COVER SHEET
FOR THE PERIOD AUGUST 1, 2023 THROUGH AUGUST 31, 2023

In re BlockFi Inc., *et al.*¹

Applicant: Haynes and Boone, LLP

Case No. 22-19361 (MBK)

Client: Debtors and Debtors in Possession

Chapter 11

Case Filed: November 28, 2022

COMPLETION AND SIGNING OF THIS FORM CONSTITUTES A CERTIFICATION
UNDER PENALTY OF PERJURY PURSUANT TO 28 U.S.C. § 1746.

RETENTION ORDER ATTACHED.

/s/ Richard S. Kanowitz 10/02/23
RICHARD S. KANOWITZ Date

¹ The Debtors in these Chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: BlockFi Inc. (0015); BlockFi Trading LLC (2487); BlockFi Lending LLC (5017); BlockFi Wallet LLC (3231); BlockFi Ventures LLC (9937); BlockFi International Ltd. (N/A); BlockFi Investment Products LLC (2422); BlockFi Services, Inc. (5965) and BlockFi Lending II LLC (0154). The location of the Debtors' service address is 100 Horizon Center Blvd., 1st and 2nd Floors, Hamilton, NJ 08691.

<p style="text-align: center;">SECTION I FEE SUMMARY</p>
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Summary of Amounts Requested for the Period
August 1, 2023 through August 31, 2023 (the “**Compensation Period**”)

Fee Total	\$1,102,742.50
Less: 15% Agreed Discount	<u>\$165,411.43</u>
Total Fees Requested	\$937,331.07
Disbursements Total	<u>\$7,686.33</u>
Total Fees Plus Disbursements	\$945,017.40

Summary of Amounts Requested for Previous Periods

Total Previous Fees and Expenses Requested:	\$10,642,602.92
Total Fees and Expenses Allowed to Date:	\$6,033,595.90
Total Retainer Remaining:	\$750,000.00
Total Holdback:	\$899,910.69
Total Received by Applicant:	\$9,725,983.77

Name of Professional and Title	Year Admitted	Hours	Rate	Fee
Richard D. Anigian Partner	1985	59.0	\$1,200.00	\$70,800.00
David Clark Partner	2010	1.6	\$850.00	\$1,360.00
Eli Columbus Partner	2000	3.0	\$1,050.00	\$3,150.00
Mark Erickson Partner	1982	2.4	\$1,050.00	\$2,520.00
Matt Ferris Partner	2004	118.6	\$1,000.00	\$118,600.00
Brad Foster Partner	1990	17.4	\$1,100.00	\$19,140.00
Matthew Frankle Partner	2000	38.8	\$1,150.00	\$44,620.00
Aimee Furness Partner	2000	54.6	\$1,000.00	\$54,600.00
Alexander Grishman Partner	2006	22.0	\$1,075.00	\$23,650.00
Jason Habinsky Partner	1996	0.5	\$975.00	\$487.50
Charlie M. Jones Partner	2008	3.2	\$1,000.00	\$3,200.00
Richard Kanowitz Partner	1992	170.0	\$1,400.00	\$238,000.00
Ben Mesches Partner	2001	0.9	\$1,150.00	\$1,035.00
J. Frasher Murphy Partner	1999	79.1	\$1,100.00	\$87,010.00
Timothy A. Newman Partner	2009	4.8	\$950.00	\$4,560.00
Leslie C. Thorne Partner	2004	0.5	\$1,100.00	\$550.00
J. Kelly Bufton Senior Counsel	1980	0.5	\$925.00	\$462.50
Jordan Chavez Associate	2018	145.7	\$775.00	\$112,917.50
Ethan Kerstein Associate	2019	27.5	\$730.00	\$20,075.00
Ian Schwartz Associate	2017	3.1	\$840.00	\$2,604.00
Re’Necia Sherald Associate	2020	26.4	\$630.00	\$16,632.00

Name of Professional and Title	Year Admitted	Hours	Rate	Fee
Brian Singleterry Associate	2015	30.2	\$730.00	\$22,046.00
Lauren Sisson Associate	2018	192.0	\$710.00	\$136,320.00
David Staab Associate	2014	0.3	\$900.00	\$270.00
Tom Zavala Associate	2019	131.6	\$730.00	\$96,068.00
Kim Morzak Paralegal	N/A	34.5	\$525.00	\$18,112.50
Ken Rusinko Paralegal	N/A	4.0	\$525.00	\$2,100.00
DiAnna Gaeta Discovery Project Manager	N/A	1.0	\$475.00	\$475.00
Patti Zerwas Discovery Project Manager	N/A	2.9	\$475.00	\$1,377.50
TOTALS		1,176.1		\$1,102,742.50

**SECTION II
SUMMARY OF SERVICES**

Services Rendered	Hours	Fees
Asset Analysis	20.9	\$19,884.50
Bid Procedures & Sale Process	19.2	\$17,881.00
Avoidance Actions	5.0	\$4,062.50
Business Operations	53.4	\$60,364.00
Case Administration	10.2	\$8,364.00
Claims Administration & Objections	73.6	\$59,542.50
Fee/Employment Applications	42.8	\$33,960.00
Contested Matters	92.6	\$77,940.00
Plan & Disclosure Statement	66.8	\$60,003.50
Relief from Stay Proceedings	1.3	\$1,820.00
General Litigation	51.2	\$53,370.00
Hearings and Court Matters	44.2	\$41,303.50
BlockFi Client Issues	0.3	\$270.00
Insurance & Surety Matters	2.3	\$3,070.00
SOFAs and Schedules	0.7	\$497.00
Emergent Proceedings	9.6	\$9,627.50
Tax Matters	0.3	\$219.00
FTX/Alameda Proceedings	193.2	\$181,414.50
International Issues	25.2	\$31,522.50
Executory Contracts & Unexpired Leases	25.5	\$19,069.00
Discovery	0.6	\$315.00
Corporate Governance/Securities/Board Matters	4.0	\$5,600.00
Reporting	5.4	\$5,547.50
Communications with Creditors	32.9	\$34,745.50
Core Scientific Issues	61.1	\$65,355.00
Class Action Lawsuits	67.4	\$71,370.00
Three Arrows Proceedings / Claims	120.0	\$107,376.00
BlockFi Wallet	6.6	\$6,626.00
Digistar Recovery	76.4	\$67,790.50
Vrai Nom Litigation	63.4	\$53,832.00
SERVICES TOTALS	1176.1	\$1,102,742.50
Less: 15% Agreed Discount		(\$165,411.43)
TOTAL REQUESTED FEES		\$937,331.07

**SECTION III
SUMMARY OF DISBURSEMENTS**

Disbursements	Amount
Filing Fee Expense	\$677.74
Lexis	\$179.08
Pacer Service Center	\$22.40
Process and Load Native Data for Review	\$225.00
Transcripts and Tapes of Hearings	\$882.20
Trial prep/Tech time	\$738.50
UCC Searches	\$541.12
Westlaw	\$4,420.29
DISBURSEMENTS TOTAL	\$7,686.33

**SECTION IV
CASE HISTORY**

- (1) Date cases filed: November 28, 2022
- (2) Chapter under which case commenced: Chapter 11
- (3) Date of retention: January 25, 2023, *nunc pro tunc* to November 28, 2022. See **Exhibit A**.

If limit on number of hours or other limitations to retention, set forth: n/a

- (4) Summarize in brief the benefits to the estate and attach supplements as needed:²
 - (a) The Applicant continued coordination with the Department of Justice with respect to the shares at issue in the adversary proceeding against Emergent and the FTX/Emergent chapter 11 cases and prepared and filed BlockFi's additional claims in the FTX/Emergent chapter 11 cases. The Applicant also reviewed and conducted a thorough analysis of the claims filed by the FTX debtors in these Chapter 11 Cases. The Applicant prepared and filed motions to estimate the FTX claims and objections seeking disallowance of same.
 - (b) The Applicant continued prosecuting and negotiating certain contested matters against Core Scientific in Core's pending chapter 11 case in the USBC: SDTX-22-90341.
 - (c) The Applicant continued coordination with the joint provisional liquidators of BlockFi International and its counsel in connection with the company's wind-up petition pending in the Supreme Court of Bermuda and the proposed plan in the Chapter 11 Cases.
 - (d) The Applicant negotiated with multiple governmental agencies, including the Department of Justice and state authorities, on the Debtors' regulatory requirements, including the government's seizure warrants and licensing requirements.
 - (e) The Applicant participated in numerous, extensive formal and informal negotiations with the Debtors' other advisors, the Committee and other parties in interest relating to the Debtors' Chapter 11 Cases, the Plan, and matters concerning the administration of the Debtors' estates, including but not limited to wallet withdrawals and certain of the matters indicated herein.

² The following summary is intended to highlight the general categories of services the Applicant rendered on behalf of the Debtors and for the benefit of the estates; it is not intended to itemize each and every professional service which the Applicant performed.

- (f) The Applicant coordinated with the Debtors' other advisors and assisted with revising the Plan and Disclosure Statement to address Disclosure Statement objections and obtaining conditional approval of the Disclosure Statement.
- (g) The Applicant maintained extensive communication with the Debtors' large client base to answer inquiries related to the Chapter 11 Cases, wallet withdrawals, and claims reconciliation process.
- (h) The Applicant reviewed various executory contracts of the Debtors and assisted the Debtors with rejecting certain contracts that were burdensome to the estates.
- (i) The Applicant reviewed filed claims and prepared strategies, analyses, objections, and, when necessary, filed adversary proceedings with respect to same. The Applicant also prepared for and argued the Gerro claims objection resulting in disallowance of the claim.
- (j) The Applicant reviewed filed claims by Three Arrows Capital, Ltd. and conducted a thorough analysis of such claims. The Applicant prepared sections of the Debtors' Plan and Disclosure Statement related to Three Arrows and the proposed treatment of the claims. The Applicant also prepared and filed a motion to estimate the Three Arrows claims and objections seeking disallowance of the Three Arrows claims. The Applicant prepared and negotiated a protective order between the Three Arrows liquidators and the Debtors and responded to related discovery requests.
- (k) The Applicant rendered all other services set forth on the invoices attached hereto as **Exhibit B**.³

³ The invoices attached hereto as Exhibit B contain detailed descriptions of the services rendered and expenses incurred by the Applicant during the Compensation Period. These invoices have been redacted to protect attorney-client privileged communications, descriptions of attorney research, and attorney-created materials under the work-product doctrine.

- (5) Anticipated distribution to creditors:
 - (a) Administrative expense: Paid in full.
 - (b) Secured creditors: N/A.
 - (c) Priority creditors: To be paid in accordance with the *Third Amended Joint Chapter 11 Plan of BlockFi Inc. and its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code* [Docket No. 1309 as modified by Docket No. 1564] (the “Plan”).
 - (d) General unsecured creditors: To be paid in accordance with the Plan.
- (6) Final disposition of case and percentage of dividend paid to creditors: This is the ninth monthly fee statement. Final dividend percentages are unknown at this time.

Exhibit A

Retention Order



Order Filed on January 24, 2023
by Clerk
U.S. Bankruptcy Court
District of New Jersey

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY**

Caption in Compliance with D.N.J. LBR 9004-1(b)

COLE SCHOTZ P.C.

Michael D. Sirota, Esq. (NJ Bar No. 014321986)
Warren A. Usatine, Esq. (NJ Bar No. 025881995)
Court Plaza North, 25 Main Street
Hackensack, New Jersey 07601
(201) 489-3000
msirota@coleschotz.com
wusatine@coleschotz.com

KIRKLAND & ELLIS LLP

KIRKLAND & ELLIS INTERNATIONAL LLP

Joshua A. Sussberg, P.C. (admitted *pro hac vice*)
Christine A. Okike, P.C. (admitted *pro hac vice*)
601 Lexington Avenue
New York, New York 10022
(212) 446-4800
jsussberg@kirkland.com
christine.okike@kirkland.com

HAYNES AND BOONE, LLP

Richard S. Kanowitz, Esq. (NJ Bar No. 047911992)
Kenric D. Kattner, Esq. (admitted *pro hac vice*)
30 Rockefeller Plaza, 26th Floor
New York, New York 10112
(212) 659-7300
richard.kanowitz@haynesboone.com
kenric.kattner@haynesboone.com

Proposed Attorneys for Debtors and Debtors in Possession

In re:

BLOCKFI INC., *et al.*,

Debtors.¹

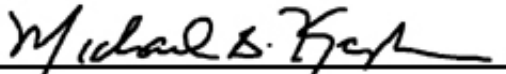
Chapter 11
Case No. 22-19361 (MBK)
(Jointly Administered)

**ORDER APPROVING THE EMPLOYMENT AND RETENTION OF HAYNES
AND BOONE, LLP AS BANKRUPTCY CO-COUNSEL FOR THE DEBTORS
AND DEBTORS IN POSSESSION EFFECTIVE AS OF THE PETITION DATE**

The relief set forth on the following pages, numbered two (2) through seven (7) is

ORDERED.

DATED: January 24, 2023


Honorable Michael B. Kaplan
United States Bankruptcy Judge

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Debtors: BlockFi Inc.

Case No. 22-19361(MBK)

Caption of Order: ORDER APPROVING THE EMPLOYMENT AND RETENTION OF HAYNES AND BOONE, LLP AS BANKRUPTCY CO-COUNSEL FOR THE DEBTORS AND DEBTORS IN POSSESSION EFFECTIVE AS OF THE PETITION DATE

Upon consideration of the application (the “Application”)¹ of BlockFi Inc. and its debtor affiliates, as debtors and debtors in possession in the above-captioned Chapter 11 Cases (collectively, the “Debtors”), pursuant to sections 327(a), 329, and 330 of the Bankruptcy Code, Bankruptcy Rule 2014, and Local Rule 2014-1, authorizing the Debtors to employ and retain Haynes and Boone, LLP (“Haynes and Boone”) as their bankruptcy co-counsel in these proceedings effective as of the Petition Date; and the Court having jurisdiction to decide the Application and the relief requested therein in accordance with 28. U.S.C. §§ 157 and 1334 and the Standing Order of Reference to the Bankruptcy Court Under Title 11 of the United States District Court for the District of New Jersey, dated September 18, 2012 (Simandle, C.J.); and consideration of the Application and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b)(2), and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and notice of the Application having been given as provided in the Application, and such notice having been adequate and appropriate under the circumstances; and it appearing that no other or further notice of the Application need be provided; and upon the Declarations of Richard Kanowitz, Esq. and Zachary Prince in support thereof; and the Court being satisfied that Haynes and Boone does not hold or represent any interest adverse to the Debtors, their estates, or their creditors, and is a disinterested person within the meaning of sections 327 and 101(14) of the Bankruptcy Code, and that said employment would be in the best interest of the Debtors and their respective estates, and that the legal and factual bases set forth in the Application establish just

¹ Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Application.

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Debtors: BlockFi Inc.

Case No. 22-19361(MBK)

Caption of Order: ORDER APPROVING THE EMPLOYMENT AND RETENTION OF HAYNES AND BOONE, LLP AS BANKRUPTCY CO-COUNSEL FOR THE DEBTORS AND DEBTORS IN POSSESSION EFFECTIVE AS OF THE PETITION DATE

cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Application is **GRANTED** to the extent set forth herein.
2. In accordance with sections 327(a), 329, and 330 of the Bankruptcy Code, the Debtors are hereby authorized and empowered to employ and retain Haynes and Boone as their bankruptcy co-counsel in these Chapter 11 Cases effective as of the Petition Date.
3. Any and all compensation to be paid to Haynes and Boone for services rendered on the Debtors' behalf shall be fixed by application to this Court in accordance with sections 330 and 331 of the Bankruptcy Code, such Federal Rules and Local Rules as may then be applicable, and any orders entered in these cases governing the compensation and reimbursement of professionals for services rendered and charges and disbursements incurred. Haynes and Boone also shall make a reasonable effort to comply with the U.S. Trustee's requests for information and additional disclosures as set forth in the Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases Effective as of November 1, 2013 (the "U.S. Trustee Guidelines"), both in connection with the Application and the interim and final fee applications to be filed by Haynes and Boone in the Chapter 11 Cases.
4. The Debtors are authorized to take all actions necessary to carry out this Order.

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Debtors: BlockFi Inc.

Case No. 22-19361(MBK)

Caption of Order: ORDER APPROVING THE EMPLOYMENT AND RETENTION OF HAYNES AND BOONE, LLP AS BANKRUPTCY CO-COUNSEL FOR THE DEBTORS AND DEBTORS IN POSSESSION EFFECTIVE AS OF THE PETITION DATE

5. In order to avoid any duplication of effort and provide services to the Debtors in the most efficient and cost-effective manner, Haynes and Boone shall coordinate with Cole Schotz, P.C., Kirkland & Ellis LLP, Kirkland & Ellis International LLP, and any additional firms the Debtors retain regarding their respective responsibilities in these Chapter 11 Cases. As such, Haynes and Boone shall use its best efforts to avoid duplication of services provided by any of the Debtors' other retained professionals in these Chapter 11 Cases.

6. Prior to applying any increases in its hourly rates beyond the rates set forth in the Application, Haynes and Boone shall provide ten (10) business days' prior notice of any such increases to the Debtors, the United States Trustee, and any official committee appointed in the Debtors' Chapter 11 Cases, which shall set forth the requested rate increase and explain the basis for the requested rate increase, and shall file such notice with the Court. All parties-in-interest retain all rights to object to any rate increase on all grounds, including the reasonableness standard set forth in section 330 of the Bankruptcy Code, and the Court retains the right to review any rate increase pursuant to section 330 of the Bankruptcy Code.

7. Haynes and Boone (i) shall only bill 50% for non-working travel; (ii) shall not seek the reimbursement of any fees or costs, including attorney fees and costs, arising from the defense of any of Haynes and Boone's fee applications in this case; (iii) shall use billing and expense categories that include those set forth in the US Trustee Guidelines (Exhibit D-1 "Summary of Compensation Requested by Project Category"); and (iv) shall provide any and all monthly fee

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Debtors: BlockFi Inc.

Case No. 22-19361(MBK)

Caption of Order: ORDER APPROVING THE EMPLOYMENT AND RETENTION OF HAYNES AND BOONE, LLP AS BANKRUPTCY CO-COUNSEL FOR THE DEBTORS AND DEBTORS IN POSSESSION EFFECTIVE AS OF THE PETITION DATE

statements, interim fee applications, and final fee applications in “LEDES” format to the United States Trustee.

8. Upon entry of a Final Order on the Motion to Redact all Personally Identifiable Information [Docket No. 4] (the “Redaction Motion”), Haynes and Boone will disclose the information that the Court orders to be unredacted, if any, through a supplemental declaration. Further, if the Court denies the Motion to Seal Confidential Transaction Parties on the Retention Applications [Docket No. 127], Haynes and Boone will, through a supplemental declaration, disclose the identities of all counterparties that were filed under seal, and the connections of Haynes and Boone to such potential counterparties.

9. Notwithstanding anything in the Application or the Kanowitz Declarations to the contrary, Haynes and Boone shall seek reimbursement from the Debtors’ estates for its engagement-related expenses at the firm’s actual cost paid.

10. Notwithstanding anything in the Application and the Kanowitz Declarations to the contrary, Haynes and Boone shall (i) to the extent that Haynes and Boone uses the services of independent contractors (collectively, the “Contractors”) in these cases, pass through the cost of such Contractors at the same rate that Haynes and Boone pays the Contractors; (ii) seek reimbursement for actual costs only; (iii) ensure that the Contractors are subject to the same conflicts checks as required for Haynes and Boone; (iv) file with the Court such disclosures required by Bankruptcy Rule 2014; and (v) attach any such Contractor invoices to its monthly fee statements, interim fee applications and/or final fee applications filed in these Chapter 11 Cases.

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Debtors: BlockFi Inc.

Case No. 22-19361(MBK)

Caption of Order: ORDER APPROVING THE EMPLOYMENT AND RETENTION OF HAYNES AND BOONE, LLP AS BANKRUPTCY CO-COUNSEL FOR THE DEBTORS AND DEBTORS IN POSSESSION EFFECTIVE AS OF THE PETITION DATE

11. Notwithstanding anything in the Application and Kanowitz Declarations to the contrary, all parties-in-interest reserve the right to object to any application for the payment of pre-petition fees to the extent those fees are not specifically related to the preparation and the filing of the Debtors' Chapter 11 Cases.

12. No agreement or understanding exists between Haynes and Boone and any other person, other than as permitted by Bankruptcy Code section 504, to share compensation received for services rendered in connection with these Chapter 11 Cases, nor shall Haynes and Boone share or agree to share compensation received for services rendered in connection with these Chapter 11 Cases with any other person other than as permitted by Bankruptcy Code section 504.

13. Notwithstanding anything to the contrary in the November 11, 2022 retainer agreement by and between the Debtors and Haynes and Boone, the \$750,000 retainer balance as of the petition date is a security retainer and may be held during the Chapter 11 Cases and applied upon order of the Court after approval of a final fee application.

14. Notwithstanding anything to the contrary in the November 11, 2022 retainer agreement by and between the Debtors and Haynes and Boone, during the pendency of these Chapter 11 Cases, any reference to arbitration shall not be applicable. The Court shall have exclusive jurisdiction over Haynes and Boone's engagement during the pendency of these Chapter 11 Cases.

15. Notwithstanding anything to the contrary in the November 11, 2022 retainer agreement by and between the Debtors and Haynes and Boone, during the pendency of these

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Debtors: BlockFi Inc.

Case No. 22-19361(MBK)

Caption of Order: ORDER APPROVING THE EMPLOYMENT AND RETENTION OF HAYNES AND BOONE, LLP AS BANKRUPTCY CO-COUNSEL FOR THE DEBTORS AND DEBTORS IN POSSESSION EFFECTIVE AS OF THE PETITION DATE

Chapter 11 Cases, termination of Haynes and Boone will only be allowed upon entry of an Order by the Court.

16. The Debtors are authorized to take all actions necessary to carry out this Order.

17. To the extent the Application, the Kanowitz Declarations, or any engagement agreement pertaining to this retention is inconsistent with this Order, the terms of this Order shall govern.

18. This Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, and/or enforcement of this Order.

Exhibit B

August 1, 2023 – August 31, 2023 Invoices

HAYNES BOONE

Invoice Number: 21610555
Invoice Date: September 29, 2023
Matter Name: Asset Analysis
Client/Matter Number: 0063320.00002
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through August 31, 2023

Total Fees	\$19,884.50
Adjustment (15% Discount)	\$ (2,982.68)
Total Adjusted Fees	\$16,901.82
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$16,901.82
Total Invoice Balance Due	USD \$16,901.82

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**
SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S
Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21610555** • Client Number **0063320.00002** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21610555
Matter Name: Asset Analysis
Client/Matter Number: 0063320.00002
Billing Attorney: Alexander Grishman

September 29, 2023
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For Professional Services Through August 31, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/01/23	Matt Ferris	Review and analysis of pending institutional loan status and collection proceedings (.4); consideration of next steps with respect to same (.3); correspond with BlockFi team regarding same (.1).	0.80
08/01/23	Matthew Frankle	Institutional loan call with BlockFi (.7); prepare bullet point draft of outstanding items for BK team (.3).	1.00
08/07/23	Matt Ferris	Review and analysis of pending institutional loan status and collection proceedings (.7); consideration of next steps with respect to same (.3).	1.00
08/08/23	Matthew Frankle	Participate on institutional loan call with BlockFi legal and finance teams.	1.00
08/09/23	Matt Ferris	Review correspondence regarding [REDACTED] loan assignment status and next steps.	0.20
08/09/23	Matthew Frankle	Analysis of [REDACTED] assignments (.1); correspondence with UCC regarding same (.1).	0.20
08/11/23	Matt Ferris	Review and analysis of JV lease matters.	0.40
08/14/23	Matt Ferris	Review and respond to correspondence to/from BlockFi and UCC teams regarding status of [REDACTED] loan assignments and next steps with respect to same.	0.40
08/14/23	Matthew Frankle	Analysis of [REDACTED] settlement proposal and machine values.	0.80
08/15/23	Matt Ferris	Correspondence regarding [REDACTED] loan assignment status and next steps.	0.20
08/15/23	Matt Ferris	Participate in institutional loan call with BlockFi team.	0.70
08/17/23	Matt Ferris	Review and consideration of status and next steps with respect to workout of institutional loan portfolio and pending collection actions.	1.10
08/22/23	Matt Ferris	Conference call with BlockFi team regarding institutional loan matters.	0.60
08/22/23	Matthew Frankle	Attend institutional loan update call.	0.60
08/24/23	Tom Zavala	Review US Farm's purchase agreement, demand letter and settlement proposal (.8); draft settlement agreement with US Farms (3.2); analysis and strategy development regarding PrimeBlock settlement offer (.6).	4.60
08/25/23	Matthew Frankle	Correspondence with counsel for [REDACTED].	0.20

Invoice Number: 21610555
Matter Name: Asset Analysis
Client/Matter Number: 0063320.00002
Billing Attorney: Alexander Grishman

September 29, 2023
Page 3 of 4

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/28/23	Matt Ferris	Review and respond to correspondence from BlockFi team regarding institutional loan matters.	0.30
08/28/23	Matthew Frankle	Update call with Norwegian counsel regarding Norway mining assets.	0.30
08/29/23	Matt Ferris	Prepare for and participate in institutional loan status call with BlockFi team (.5); review and analysis of correspondence from Schjodt team regarding KV machines and related matters (.3).	0.80
08/29/23	Matthew Frankle	Review of correspondence with Norwegian local counsel regarding KV and nonworking machines.	0.30
08/29/23	Matthew Frankle	Participate on institutional call with BlockFi.	0.50
08/29/23	Tom Zavala	Revise settlement agreement with U.S. Farms (.4); begin drafting 9019 motion to approve settlement agreement with U.S. Farms (1.4).	1.80
08/30/23	Matt Ferris	Review and consideration of status and next steps with respect to workout of institutional loan portfolio and pending collection actions.	0.80
08/31/23	Jordan Chavez	Correspond with Moelis regarding pending sale motion.	0.10
08/31/23	Matt Ferris	Analysis of issues regarding [REDACTED] loan assignment status.	0.20
08/31/23	Matt Ferris	Conference call with BlockFi team regarding JV matters (1.2); consideration and development of strategy with respect to same (.5); review and comment on draft of default and acceleration letter to JV tenant (.3).	2.00

Chargeable Hours 20.90

Total Fees \$19,884.50

Adjustment (15% Discount) \$ (2,982.68)

Total Adjusted Fees \$16,901.82

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Matt Ferris	9.50	\$1,000.00	\$9,500.00
Matthew Frankle	4.90	\$1,150.00	\$5,635.00
Jordan Chavez	0.10	\$775.00	\$77.50
Tom Zavala	6.40	\$730.00	\$4,672.00
Total Professional Summary			\$19,884.50

Invoice Number: 21610555
Matter Name: Asset Analysis
Client/Matter Number: 0063320.00002
Billing Attorney: Alexander Grishman

September 29, 2023
Page 4 of 4

Total Fees, Expenses and Charges **\$16,901.82**

Total Amount Due **USD \$16,901.82**

HAYNES BOONE

Invoice Number: 21610556
Invoice Date: September 29, 2023
Matter Name: Bid Procedures & Sale Process
Client/Matter Number: 0063320.00003
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through August 31, 2023

Total Fees	\$17,881.00
Adjustment (15% Discount)	\$ (2,682.15)
Total Adjusted Fees	\$15,198.85
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$15,198.85
Total Invoice Balance Due	USD \$15,198.85

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**
SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S
Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21610556** • Client Number **0063320.00003** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21610556
Matter Name: Bid Procedures & Sale Process
Client/Matter Number: 0063320.00003
Billing Attorney: Alexander Grishman

September 29, 2023
Page 2 of 4

For Professional Services Through August 31, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/03/23	Matt Ferris	Correspond with BlockFi team regarding US Farms purchase price adjustment.	0.20
08/03/23	Matt Ferris	Review and analysis of correspondence from US Farms regarding purchase price adjustment counter-offer.	0.30
08/03/23	Matthew Frankle	Review of counter offer from US Farms.	0.30
08/07/23	Matt Ferris	Review correspondence regarding US Farms settlement.	0.20
08/11/23	Matt Ferris	Review and respond to correspondence regarding US Farms dispute and next steps with respect to same.	0.30
08/11/23	Matthew Frankle	Review of US Farms demand letter and response (.3); analysis of bullet points for UCC regarding US Farms machines (.2).	0.50
08/15/23	Matt Ferris	Review and respond to correspondence regarding US Farms settlement and next steps with respect to same.	0.30
08/15/23	Richard Kanowitz	Review and respond to emails to/from UCC counsel and BlockFi legal and financial teams concerning US Farms settlement offer acceptance on mining equipment dispute.	0.30
08/17/23	Matt Ferris	Review and respond to correspondence regarding US Farms settlement.	0.30
08/22/23	Matthew Frankle	Review of request for information letter regarding damaged Norwegian machines.	0.30
08/22/23	Matthew Frankle	Conference call with counsel for MDCLA creditor regarding possible restructure.	0.40
08/23/23	Matthew Frankle	Review of MDCLA and Pledge regarding [REDACTED].	0.60
08/23/23	Tom Zavala	Continue drafting US Farms settlement agreement.	0.40
08/23/23	Tom Zavala	Continue drafting US Farms settlement agreement.	1.50
08/24/23	Matt Ferris	Review and comment on revised draft of US Farms settlement (.4); correspond with BlockFi team regarding same (.3).	0.70
08/24/23	Matthew Frankle	Review and revise Settlement Agreement regarding US Farms.	1.50
08/25/23	Matt Ferris	Review revised draft of US Farms settlement agreement (.4); correspondence to/from BlockFi team and US Farms regarding same (.2).	0.60

Invoice Number: 21610556
Matter Name: Bid Procedures & Sale Process
Client/Matter Number: 0063320.00003
Billing Attorney: Alexander Grishman

September 29, 2023
Page 3 of 4

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/25/23	Matthew Frankle	Review and revise Settlement Agreement with US Farms.	0.30
08/27/23	Matt Ferris	Review revised draft of US Farms settlement agreement (.3); correspondence to/from US Farms and BlockFi teams regarding same (.1).	0.40
08/28/23	Matthew Frankle	Correspondence with BlockFi teams concerning terms of US Farms settlement.	0.20
08/29/23	Matt Ferris	Review revised draft of US Farms settlement agreement (.4); correspond with BlockFi team regarding same (.1).	0.50
08/29/23	Matthew Frankle	Review of final Settlement (.3); coordination with BlockFi team regarding escrow arrangement (.3).	0.60
08/29/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning escrow settlement with US Farms for purchase of defective mining equipment.	0.40
08/30/23	Matt Ferris	Correspondence regarding finalizing and implementing settlement agreement with US Farms.	0.30
08/30/23	Matthew Frankle	Finalizing settlement with US Farms' counsel.	0.30
08/30/23	Tom Zavala	Review Debtors' motion to sell self-mining equipment and related order (.4); draft motion to approve US Farms settlement agreement pursuant to Rule 9019 (3.8).	4.20
08/31/23	Matt Ferris	Review correspondence to/from US Farms' counsel regarding settlement agreement (.2); review and comment on draft of 9019 motion to approve settlement agreement (.5).	0.70
08/31/23	Tom Zavala	Research and analyze bankruptcy rules and case law regarding compromises and settlements(.5); draft Rule 9019 motion approving US Farms settlement agreement (2.1).	2.60

Chargeable Hours 19.20

Total Fees	\$17,881.00
Adjustment (15% Discount)	\$ (2,682.15)
Total Adjusted Fees	\$15,198.85

Invoice Number: 21610556
Matter Name: Bid Procedures & Sale Process
Client/Matter Number: 0063320.00003
Billing Attorney: Alexander Grishman

September 29, 2023
Page 4 of 4

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Matt Ferris	4.80	\$1,000.00	\$4,800.00
Matthew Frankle	5.00	\$1,150.00	\$5,750.00
Richard Kanowitz	0.70	\$1,400.00	\$980.00
Tom Zavala	8.70	\$730.00	<u>\$6,351.00</u>
Total Professional Summary			\$17,881.00

Total Fees, Expenses and Charges **\$15,198.85**

Total Amount Due **USD \$15,198.85**

HAYNES BOONE

Invoice Number: 21610557
Invoice Date: September 29, 2023
Matter Name: Avoidance Actions
Client/Matter Number: 0063320.00004
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through August 31, 2023

Total Fees	\$4,062.50
Adjustment (15% Discount)	\$ (609.38)
Total Adjusted Fees	\$3,453.12
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$3,453.12
Total Invoice Balance Due	USD \$3,453.12

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**
SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S
Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21610557** • Client Number **0063320.00004** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21610557
Matter Name: Avoidance Actions
Client/Matter Number: 0063320.00004
Billing Attorney: Alexander Grishman

September 29, 2023
Page 2 of 2

For Professional Services Through August 31, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/07/23	Richard Kanowitz	Review and respond to emails to/from BRG and BlockFi legal and financial teams concerning preferences and wallet distributions.	0.30
08/24/23	Jordan Chavez	Review and analyze caselaw regarding [REDACTED].	0.50
08/25/23	Jordan Chavez	Review and analyze caselaw regarding [REDACTED].	1.20
08/28/23	Jordan Chavez	Review, analyze, and summarize caselaw regarding [REDACTED] [REDACTED]	3.00

Chargeable Hours 5.00

Total Fees	\$4,062.50
Adjustment (15% Discount)	\$ (609.38)
Total Adjusted Fees	\$3,453.12

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Richard Kanowitz	0.30	\$1,400.00	\$420.00
Jordan Chavez	4.70	\$775.00	<u>\$3,642.50</u>
Total Professional Summary			\$4,062.50

Total Fees, Expenses and Charges	\$3,453.12
Total Amount Due	USD \$3,453.12

HAYNES BOONE

Invoice Number: 21610558
Invoice Date: September 29, 2023
Matter Name: Business Operations
Client/Matter Number: 0063320.00005
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through August 31, 2023

Total Fees	\$60,364.00
Adjustment (15% Discount)	\$ (9,054.60)
Total Adjusted Fees	\$51,309.40
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$51,309.40
Total Invoice Balance Due	USD \$51,309.40

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**
SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S
Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21610558** • Client Number **0063320.00005** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21610558
Matter Name: Business Operations
Client/Matter Number: 0063320.00005
Billing Attorney: Alexander Grishman

September 29, 2023
Page 2 of 6

For Professional Services Through August 31, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/01/23	Matthew Frankle	Review and revise [REDACTED] demand letter.	0.20
08/01/23	Alexander Grishman	Call with in-house legal that are departing to discuss [REDACTED] [REDACTED]	0.70
08/01/23	Richard Kanowitz	Review and analyze company materials on reduction in force and termination of vendors to reduce business expenses and cash burn.	0.60
08/01/23	Richard Kanowitz	Review and respond to emails to/from BRG, UCC counsel and BlockFi legal and financial teams concerning company materials on reduction in force and termination of vendors to reduce business expenses and cash burn.	0.60
08/02/23	Jordan Chavez	Review and analyze fee cap in OCP procedures order (.2), correspond with BlockFi regarding same (.1); assist BlockFi and committee counsel with online data storage (.2).	0.50
08/02/23	Matthew Frankle	Review of revised letter to [REDACTED]	0.40
08/02/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning [REDACTED]	0.60
08/02/23	Richard Kanowitz	Communications with BlockFi COO and M3 concerning key issues for wind down and developments in cases.	0.30
08/03/23	Matthew Frankle	Prepare further revisions to demand letter to [REDACTED]	1.00
08/04/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning [REDACTED]	0.20
08/04/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning [REDACTED] [REDACTED]	0.90
08/07/23	Matthew Frankle	Call with BlockFi and [REDACTED] on JV strategy regarding [REDACTED]	0.50
08/07/23	Richard Kanowitz	Review and respond to emails to/from UCC counsel concerning pre-confirmation action items.	0.40
08/07/23	Richard Kanowitz	Prepare for and conduct conference call with BlockFi financial team concerning wind down and post confirmation matters.	0.80
08/07/23	J. Frasher Murphy	Correspondence with counsel for UCC regarding pre-confirmation and post-confirmation open issues and action items.	0.40

Invoice Number: 21610558
Matter Name: Business Operations
Client/Matter Number: 0063320.00005
Billing Attorney: Alexander Grishman

September 29, 2023
Page 3 of 6

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/07/23	Ian Schwartz	Review M. Frankle response letter to [REDACTED] and co-location agreement.	0.50
08/08/23	Matthew Frankle	Research on [REDACTED] (.5); prepare outline of relevant issues in connection with same (.5); call with JV officers on legal path to recovery (1.0); prepare issues list for officers (.6).	2.60
08/08/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning [REDACTED]	0.30
08/08/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams and BRG concerning cash management and banking matters.	0.40
08/08/23	Richard Kanowitz	Review and respond to emails to/from UCC counsel and BlockFi legal and financial teams concerning SEC settlement and related issues.	0.40
08/08/23	Ian Schwartz	Research [REDACTED].	1.20
08/08/23	Ian Schwartz	Analysis and strategy development regarding [REDACTED] letter/dispute.	0.30
08/08/23	Ian Schwartz	Call with BlockFi team to discuss [REDACTED] dispute strategy.	1.10
08/10/23	Richard Kanowitz	Review and respond to emails to/from M3 concerning budgets, tracking and reporting of cost savings/expenditures for UCC.	0.30
08/10/23	Richard Kanowitz	Review and respond to emails to/from BRG, BlockFi legal and financial teams concerning key business decisions to be made prior to confirmation including cost savings, expenditures and return of crypto assets.	1.20
08/11/23	Jordan Chavez	Prepare OCP fee cap extension request (.7); correspond with committee counsel and trustee regarding same (.3).	1.00
08/11/23	Matthew Frankle	Review and prepare comments for service contract for JV (.4); review of response letter from JV tenant counsel (.2).	0.60
08/11/23	Jason Habinsky	Draft revisions to independent contractor agreement.	0.50
08/13/23	Jordan Chavez	Correspond with committee counsel and BlockFi regarding OCP fee cap extension request.	0.20
08/14/23	Jordan Chavez	Correspond with BlockFi and trustee regarding OCP fee cap extensions.	0.20
08/14/23	Matthew Frankle	Review of responses from [REDACTED] analyzing the Co-License Agreement.	0.70
08/15/23	J. Kelly Bufton	Review [REDACTED] co-loan agreement and issues regarding right to reduce electricity use (.4); draft summary of findings regarding same (.1).	0.50
08/15/23	Matthew Frankle	Review of Co-Location Agreement and interpretation of power curtailment provisions.	1.50

Invoice Number: 21610558
Matter Name: Business Operations
Client/Matter Number: 0063320.00005
Billing Attorney: Alexander Grishman

September 29, 2023
Page 4 of 6

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/15/23	Richard Kanowitz	Review and respond to emails to/from M3, UCC counsel and BlockFi legal and financial teams concerning fees and expenses and wind down work streams.	0.30
08/16/23	Matthew Frankle	Review of formation docs for JV regarding bank account (.3); conference call with JV partner on rights under lease (.4).	0.70
08/17/23	Jordan Chavez	Correspond with OCPs regarding preparations for next quarterly report (.3); correspond with committee counsel and trustee regarding OCP July invoices (.2); review, analyze, and coordinate filing of amended OCP declaration and questionnaire for Perkins Coie (.3).	0.80
08/22/23	Kimberly Morzak	Update exhibit to quarterly OCP report.	0.40
08/23/23	Richard Kanowitz	Review and analyze letter from Kroll concerning hack of BlockFi customer PII from Kroll storage devices and investigation into same.	0.40
08/23/23	Richard Kanowitz	Review and analyze BRG coin re-balancing presentation for crypto assets.	0.70
08/23/23	Richard Kanowitz	Prepare for and conduct conference call with BRG and BlockFi legal and financial teams concerning re-balancing of crypto holdings	0.60
08/24/23	Jordan Chavez	Render advice to BlockFi regarding Kroll data breach (.5); correspond with committee counsel regarding same (.2).	0.70
08/24/23	Alexander Grishman	Analyze issues regarding Kroll data breach.	1.40
08/24/23	Richard Kanowitz	Review and respond to emails to/from UCC advisors (BR, M3) and BlockFi legal and financial teams concerning security breach at Kroll and customer PII issues.	0.30
08/24/23	Richard Kanowitz	Prepare for and conduct conference calls with Kroll, MWE, BRG and BlockFi legal and financial teams concerning security breach at Kroll and customer PII issues.	0.90
08/24/23	Richard Kanowitz	Review, analyze and edit client communications concerning security breach at Kroll and customer PII issues.	0.40
08/24/23	Richard Kanowitz	Review and respond to emails to/from BRG, UCC advisors (M3, Brown Rudnick), Bermuda JPLs and BlockFi legal and financial teams concerning edits and comments to communications to creditors concerning security breach at Kroll and customer PII issues.	0.80
08/24/23	Richard Kanowitz	Review and respond to emails to/from Kroll, MWE, BRG and BlockFi legal and financial teams concerning security breach at Kroll and customer PII issues.	1.60
08/24/23	Richard Kanowitz	Prepare for and conduct conference call with UCC counsel (Ken Aulet) concerning security breach at Kroll and customer PII issues.	0.20

Invoice Number: 21610558
Matter Name: Business Operations
Client/Matter Number: 0063320.00005
Billing Attorney: Alexander Grishman

September 29, 2023
Page 5 of 6

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/24/23	J. Frasher Murphy	Review and analyze draft communications in connection with Kroll data breach (.5); strategy development regarding same (.3).	0.80
08/24/23	Timothy A. Newman	Review communications from Kroll regarding security incident (.8); confer with client and counsel for Kroll regarding same (1.2); review and revise BlockFi client communications (2.0).	4.00
08/25/23	Jordan Chavez	Review Covington draft of Minnesota report of examination response (.4); correspond with Mr. Nonaka regarding: same (.1).	0.50
08/25/23	Richard Kanowitz	Review and respond to emails to/from Kroll, Bermuda JPLs and BlockFi legal and financial teams concerning communications to creditors and regulatory authorities concerning security breach at Kroll and customer PII issues.	1.80
08/25/23	J. Frasher Murphy	Review and analysis of communications prepared in connection with Kroll data security breach.	0.40
08/25/23	Timothy A. Newman	Confer with client regarding disclosure analysis and next steps.	0.80
08/28/23	Jordan Chavez	Correspond with trustee regarding Kroll data breach (.3); correspond with BlockFi regarding Kroll data breach update (.2).	0.50
08/28/23	Richard Kanowitz	Review and analyze BRG's revised and updated coin re-balancing presentation for crypto assets.	0.60
08/28/23	Richard Kanowitz	Review and respond to emails to/from UST, Kroll, MWE, BRG and BlockFi legal and financial teams concerning security breach at Kroll and customer PII issues.	0.90
08/28/23	Richard Kanowitz	Review and respond to emails to/from BRG, BlockFi financial and legal teams and UCC counsel concerning BRG's revised and updated coin re-balancing presentation for crypto assets.	0.40
08/28/23	Richard Kanowitz	Prepare for and conduct conference call with UST concerning security breach at Kroll and customer PII issues.	0.30
08/28/23	Richard Kanowitz	Prepare for and conduct conference call with Joseph Andolino concerning equity holdings of insiders.	0.10
08/28/23	Kimberly Morzak	Update second quarterly report for ordinary course professionals.	0.20
08/29/23	Jordan Chavez	Review and revise response letter to Minnesota lending department (1.0); correspond with BlockFi and Mr. Nonaka regarding same (.1).	1.10
08/29/23	Richard Kanowitz	Review and analyze revised BRG presentation on rebalance of crypto assets.	0.40
08/30/23	Jordan Chavez	Review and revise OCP quarterly report (2.0); correspond with OCPs and BlockFi regarding same (.5); coordinate filing of same (.1).	2.60

Invoice Number: 21610558
Matter Name: Business Operations
Client/Matter Number: 0063320.00005
Billing Attorney: Alexander Grishman

September 29, 2023
Page 6 of 6

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/30/23	Matthew Frankle	Review of email to JV tenant.	0.30
08/30/23	Richard Kanowitz	Review and respond to emails to/from Kroll, MWE, BRG and BlockFi legal and financial teams concerning security breach at Kroll, customer PII issues and communications to creditors.	1.40
08/30/23	Kimberly Morzak	Review and revise quarterly OCP report.	0.40
08/31/23	Matthew Frankle	Call with BlockFi JV team analyzing tenant default and appropriate legal steps (1.4); draft Event of Default/Acceleration notice (1.9).	3.30
08/31/23	Richard Kanowitz	Review and respond to emails to/from UST, Kroll, MWE, BRG and BlockFi legal and financial teams concerning security breach at Kroll and customer PII issues.	0.80

Chargeable Hours 53.40

Total Fees \$60,364.00

Adjustment (15% Discount) \$ (9,054.60)

Total Adjusted Fees \$51,309.40

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Alexander Grishman	2.10	\$1,075.00	\$2,257.50
J. Frasher Murphy	1.60	\$1,100.00	\$1,760.00
Jason Habinsky	0.50	\$975.00	\$487.50
Matthew Frankle	11.80	\$1,150.00	\$13,570.00
Richard Kanowitz	19.90	\$1,400.00	\$27,860.00
Timothy A. Newman	4.80	\$950.00	\$4,560.00
Ian Schwartz	3.10	\$840.00	\$2,604.00
Jordan Chavez	8.10	\$775.00	\$6,277.50
J. Kelly Bufton	0.50	\$925.00	\$462.50
Kimberly Morzak	1.00	\$525.00	\$525.00
Total Professional Summary			\$60,364.00

Total Fees, Expenses and Charges \$51,309.40

Total Amount Due USD \$51,309.40

HAYNES BOONE

Invoice Number: 21610559
Invoice Date: September 29, 2023
Matter Name: Case Administration
Client/Matter Number: 0063320.00006
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through August 31, 2023

Total Fees	\$8,364.00
Adjustment (15% Discount)	\$ (1,254.60)
Total Adjusted Fees	\$7,109.40
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$7,109.40
Total Invoice Balance Due	USD \$7,109.40

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**
SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S
Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21610559** • Client Number **0063320.00006** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21610559
Matter Name: Case Administration
Client/Matter Number: 0063320.00006
Billing Attorney: Alexander Grishman

September 29, 2023
Page 2 of 3

For Professional Services Through August 31, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/01/23	Kimberly Morzak	Upload entered exclusivity bridge order to database.	0.10
08/02/23	Kimberly Morzak	Upload disclosure statement order to database (.1); review disclosure statement order and calendar all related deadlines and confirmation hearing (.4).	0.50
08/02/23	J. Frasher Murphy	Review entered orders from Court.	0.40
08/03/23	Kimberly Morzak	Review and circulate August 1 hearing transcript.	0.30
08/03/23	J. Frasher Murphy	Review updated case docket report and recently filed pleadings and entered orders.	0.50
08/04/23	J. Frasher Murphy	Review recently entered orders from Bankruptcy Court.	0.40
08/07/23	Jordan Chavez	Prepare workstream summary for committee counsel (.7); circulate same to UCC (.1).	0.80
08/07/23	Alexander Grishman	Review and respond to workstreams plan for communication to UCC.	0.50
08/07/23	J. Frasher Murphy	Review and analysis of pending projects for purposes of wind-down actions.	0.50
08/07/23	Tom Zavala	Discuss status of various workstreams and case progress with BlockFi legal teams.	0.30
08/09/23	J. Frasher Murphy	Review and analysis of matters set for hearing on August 17, August 24, and August 30 (.5); review updated case docket report and recently filed pleadings and notices (.4).	0.90
08/10/23	Kimberly Morzak	Order hearing transcript from Genesis Holdco case.	0.30
08/14/23	Kimberly Morzak	Communications with court reporter regarding status of hearing transcript from Genesis Holdco case.	0.20
08/14/23	J. Frasher Murphy	Review updated case docket report and recently filed pleadings and case notices.	0.50
08/15/23	Kimberly Morzak	Review and circulate Genesis August 2 hearing transcript.	0.20
08/16/23	Kimberly Morzak	Upload entered order to database.	0.10
08/17/23	J. Frasher Murphy	Review updated case docket report and recently filed pleadings and notices.	0.50
08/23/23	Kimberly Morzak	Update database with additional entered court orders.	0.20

Invoice Number: 21610559
Matter Name: Case Administration
Client/Matter Number: 0063320.00006
Billing Attorney: Alexander Grishman

September 29, 2023
Page 3 of 3

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/23/23	Kenneth J. Rusinko	Review Motion to Extend Exclusivity, related Bridge Order and advise team of filings.	0.20
08/24/23	Kimberly Morzak	Assemble master calendar of all upcoming hearings (main case and all adversary proceedings).	0.80
08/28/23	J. Frasher Murphy	Review updated case docket report and recently filed pleadings and notices.	0.60
08/29/23	Kimberly Morzak	Upload entered opinion into database.	0.10
08/30/23	Kimberly Morzak	Upload entered orders to database (.2); work on updated master calendar for main case and all adversary proceedings (1.1).	1.30

Chargeable Hours 10.20

Total Fees \$8,364.00

Adjustment (15% Discount) \$ (1,254.60)

Total Adjusted Fees \$7,109.40

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Alexander Grishman	0.50	\$1,075.00	\$537.50
J. Frasher Murphy	4.30	\$1,100.00	\$4,730.00
Jordan Chavez	0.80	\$775.00	\$620.00
Tom Zavala	0.30	\$730.00	\$219.00
Kenneth J. Rusinko	0.20	\$525.00	\$105.00
Kimberly Morzak	4.10	\$525.00	<u>\$2,152.50</u>
Total Professional Summary			\$8,364.00

Total Fees, Expenses and Charges \$7,109.40

Total Amount Due USD \$7,109.40

HAYNES BOONE

Invoice Number: 21610560
Invoice Date: September 29, 2023
Matter Name: Claims Administration and Objections
Client/Matter Number: 0063320.00007
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through August 31, 2023

Total Fees	\$59,542.50
Adjustment (15% Discount)	\$ (8,931.38)
Total Adjusted Fees	\$50,611.12
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$50,611.12
Total Invoice Balance Due	USD \$50,611.12

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**
SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S
Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21610560** • Client Number **0063320.00007** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21610560
Matter Name: Claims Administration and Objections
Client/Matter Number: 0063320.00007
Billing Attorney: Alexander Grishman

September 29, 2023
Page 2 of 7

For Professional Services Through August 31, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/01/23	Jordan Chavez	Advise BlockFi and BRG regarding claims reconciliation and next round of omnibus objections.	1.00
08/01/23	Lauren Sisson	Prepare and participate in call with client on omnibus claim objections to be filed (.7); correspondence with UCC on Omnibus objections (.2); analysis of issues regarding late-filed claims and Kroll's treatment on registry (1.1); review and analysis of objection exhibit, including classifications and notes language (1.9).	3.90
08/02/23	Jordan Chavez	Correspond with BlockFi, BRG, and Kroll regarding claims reconciliation process and seventh omnibus objection (1.0); review, analyze, revise, and advise on seventh omnibus claim objection and exhibit (1.2).	2.20
08/02/23	Matt Ferris	Review and analysis regarding potential claim objections and background matters related to same (.6); review and respond to correspondence to/from BlockFi team regarding same and next steps (.6).	1.20
08/02/23	Lauren Sisson	Correspondence with client, BRG, and Kroll regarding 7th omnibus claim objection exhibit (2.3); analyze and prepare edits to same (1.1); correspondence with UCC on requested edits to same (.9).	4.30
08/03/23	Jordan Chavez	Correspond with BlockFi regarding claims reconciliation process before and after solicitation and confirmation.	0.60
08/03/23	Matthew Frankle	Review of background for BKCoin claims and potential objections.	0.70
08/03/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams and UCC counsel concerning omnibus objections to be filed in case pre-confirmation.	0.70
08/03/23	Lauren Sisson	Review and edit notice, motion, and exhibit to seventh omnibus claims objection (2.3); correspondence with UCC and client on same (1.3); prepare seventh omnibus objection for filing (.3).	3.90
08/04/23	Jordan Chavez	Correspond with BlockFi regarding wallet withdrawals and claims reconciliation for wrong debtor claims.	0.40
08/04/23	Matthew Frankle	Analysis of BKCoin claims and BlockFi records relating to same.	0.40
08/04/23	Richard Kanowitz	Review and analyze schedules for omnibus objections to claims by BlockFi.	0.70
08/04/23	Richard Kanowitz	Prepare for and conduct conference call with CRO concerning schedules for omnibus objections to claims by BlockFi and related matters.	0.20

Invoice Number: 21610560
Matter Name: Claims Administration and Objections
Client/Matter Number: 0063320.00007
Billing Attorney: Alexander Grishman

September 29, 2023
Page 3 of 7

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/04/23	Richard Kanowitz	Review and respond to emails to/from BRG concerning schedules for omnibus objections to claims by BlockFi and related matters.	0.30
08/04/23	Lauren Sisson	Review loan counterparty proofs of claim and documents (.9); correspondence with client on same (.3).	1.20
08/07/23	Lauren Sisson	Call with client on satisfaction of claim procedures (.4); correspondence with client on outstanding solicitation/plan class issues upcoming objections (.6), analysis of issues regarding solicitation plan classes (.4).	1.40
08/08/23	Jordan Chavez	Correspond with BlockFi and BRG regarding claims reconciliation and solicitation process.	0.50
08/08/23	Lauren Sisson	Review open issues regarding Visa proof of claim objection.	0.90
08/08/23	Lauren Sisson	Correspondence with BRG on claims objection work streams (.3); correspondence with client on same and treatment of combined international/wallet claims (.8); correspondence with UCC and JPLs on international/wallet combined claims (.3); review and analyze unliquidated/contingent claim spreadsheet (1.3).	2.70
08/08/23	Lauren Sisson	Draft satisfaction of claim.	0.60
08/09/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams, and UCC counsel concerning claims reconciliation for BF International.	0.30
08/09/23	ReNecia Sherald	Review and analyze Twombly pleading standards as made applicable to claim validity (.8); review and revise claim objection regarding the same (.8).	1.60
08/09/23	Lauren Sisson	Correspondence with Bermuda counsel on International claims (.2); correspondence with UCC on International claim objections (.2); correspondence with client on satisfaction of claim (.7).	1.10
08/09/23	Lauren Sisson	Call with counsel for Visa on claim objection (.3); correspondence with Visa regarding termination notices and HB response (.2); review open issues regarding loan counter-party proofs of claim (.5).	1.00
08/10/23	Matthew Frankle	Review of motion to dismiss by USG.	0.40
08/10/23	Lauren Sisson	Correspondence with client and UCC on satisfaction of claim (.3); correspondence with client on objection to claim of loan counter-party (.4); review claims registry for rejection damage claim filed by vendor (.2); correspondence with client on Visa objection to claim (.2).	1.10
08/11/23	Richard Kanowitz	Review and analyze notices of claim transfers from retail clients to hedge funds and institutional investors.	0.40
08/14/23	Lauren Sisson	Correspondence with Kroll on contingent/unliquidated claims spreadsheet (.2); review and analyze same in preparation for claim capping motion (1.3).	1.50

Invoice Number: 21610560
Matter Name: Claims Administration and Objections
Client/Matter Number: 0063320.00007
Billing Attorney: Alexander Grishman

September 29, 2023
Page 4 of 7

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/15/23	Jordan Chavez	Correspond with Visa counsel and BlockFi regarding Visa claim objection.	0.60
08/15/23	Lauren Sisson	Prepare for and participate in call with counsel for Visa on claim objection (.4); draft summary of same for client (.2); correspondence with client on Visa claim objection (.4).	1.00
08/16/23	Jordan Chavez	Correspond with BlockFi legal and financial teams regarding indemnity claims.	0.10
08/16/23	Lauren Sisson	Correspondence with creditor and Kroll on balloting and voting timeline.	0.60
08/17/23	Jordan Chavez	Discuss adjournment of Visa and Arch objections with BlockFi.	0.20
08/17/23	Lauren Sisson	Correspondence with local counsel regarding Visa proof of claim objection adjournment (.3); correspondence with client and counsel for Visa on setoff amounts and adjournment (.6).	0.90
08/18/23	Kenneth J. Rusinko	Review docket and Notice of Adjournment of Hearing on 7th Omnibus Claims Objection and notify team.	0.20
08/18/23	Lauren Sisson	Correspondence with client and Visa on objection to proof of claim settlement discussions.	0.50
08/21/23	J. Frasher Murphy	Correspondence with counsel for Arch regarding claim objection scheduling and Plan voting issues.	0.30
08/21/23	Lauren Sisson	Correspondence with client on Visa claim objection (.2); correspondence with UCC on creditor inquiry (.2); correspondence with client on transaction info for creditor inquiries (.5).	0.90
08/22/23	Richard D. Anigian	Analyze issues regarding claims objections and discovery related to same.	0.30
08/22/23	Jordan Chavez	Correspond with Arch regarding claim objection adjournment (.2); review and analyze 2004 subpoena (.2).	0.40
08/22/23	J. Frasher Murphy	Emails with counsel for Arch regarding claim objection, Plan voting, and related matters.	0.40
08/22/23	Lauren Sisson	Prepare satisfaction of claim and send for filing (.4); correspondence with client and UCC on satisfaction of claim(.5); correspondence with Arch and local counsel on adjournment of claim objection (.4); review proofs of claim and schedule related to creditor inquiry (.6).	1.90
08/23/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning 7th Omnibus objection to claims and response of Wilson Cotrim thereto.	0.60

Invoice Number: 21610560
Matter Name: Claims Administration and Objections
Client/Matter Number: 0063320.00007
Billing Attorney: Alexander Grishman

September 29, 2023
Page 5 of 7

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/24/23	Jordan Chavez	Review and analyze revised subpoena (.3); advise BlockFi and debtors' professionals with respect to subpoena (.2); correspond with BlockFi regarding certain resolutions and outstanding items with respect to seventh omnibus claim objection (.5).	1.00
08/24/23	Lauren Sisson	Review and circulate IRS response to claim objection (.2); correspond with client and Kroll on loan counterparty claim objection and balloting issues (.7); prepare modified order reflecting settlement of claim on 7th omnibus objection (.2); correspond with vendor on claim objection/balloting questions (.3).	1.40
08/25/23	Jordan Chavez	Strategize regarding rule 2004 subpoena (.5); correspond with BlockFi regarding same (.1); correspond with BlockFi regarding eighth omnibus objection and claims reclassification (.4).	1.00
08/25/23	Aimee M. Furness	Analyze and address issues related to Subpoena for Rule 2004 Examination by claimant.	1.10
08/25/23	J. Frasher Murphy	Review 2004 subpoena from Cotrim (.4); analysis and strategy development regarding response and objection to subpoena (.5); review documents to be produced to Cotrim (.4); review further correspondence with Cotrim's counsel regarding document production (.3).	1.60
08/25/23	Lauren Sisson	Correspondence with client on upcoming claim objections and related issues.	1.10
08/25/23	Lauren Sisson	Review and analyze claims list provided by Kroll for contingent/unliquidated claims.	1.60
08/28/23	Jordan Chavez	Correspond with BlockFi and Kroll regarding tenth omnibus objection.	0.20
08/28/23	Richard Kanowitz	Review and respond to emails to/from claimants' counsel concerning discovery and related procedural matters for omnibus objections to claims.	0.60
08/28/23	J. Frasher Murphy	Review and analyze pending and open issues concerning omnibus claim objections (.5); analysis of issues regarding Cotrim document production and adjournment of hearing (.4); analysis of issues regarding additional document requests from similarly situated creditor (.2).	1.10
08/28/23	Lauren Sisson	Participate in calls with counsel for creditors regarding objection to claims (1.1); emails with client to obtain full account and transaction information for creditors and to discuss adjournment of hearing (.8); correspond with local counsel on preparing adjournment requests (.3); review documentation from client on creditor claims (1.5).	3.70
08/29/23	J. Frasher Murphy	Review further correspondence with Cotrim's counsel regarding document production (.3); strategy development regarding same (.2); analysis of discovery issues related to responsive documents (.3).	0.80
08/29/23	Lauren Sisson	Draft 10th omnibus objection to claims.	0.40

Invoice Number: 21610560
Matter Name: Claims Administration and Objections
Client/Matter Number: 0063320.00007
Billing Attorney: Alexander Grishman

September 29, 2023
Page 6 of 7

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/29/23	Lauren Sisson	Review and analyze account transactions of creditor on omnibus claim objection (.6); request account transaction info from client and review for various creditor inquiries (1.2); correspond with opposing counsel for creditors whose claims are being objected to on document production and hearing adjournment (.7).	2.50
08/29/23	Lauren Sisson	Review and analyze claims spreadsheet for 10th omnibus objection to claims.	1.30
08/30/23	Jordan Chavez	Correspond with BlockFi regarding next round of omnibus claim objections and document production for certain claims.	0.40
08/30/23	Aimee M. Furness	Analyze issues related to claim objections and documents requested by claimant.	0.20
08/30/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning [REDACTED].	0.70
08/30/23	J. Frasher Murphy	Analysis of document production issues regarding Cotrim claim (.3); analysis of protocols regarding BlockFi customer communications (.4); emails with Cotrim counsel regarding document production (.2);	0.90
08/30/23	Lauren Sisson	Analysis of issues regarding upcoming claims objections and correction of plan class report for reballoting (1.9); correspond with client, BRG, and Kroll on same (.5).	2.40
08/31/23	Jordan Chavez	Correspond with BlockFi and committee regarding next round of omnibus objections.	0.50
08/31/23	J. Frasher Murphy	Analysis and strategy development regarding omnibus claim objections.	0.60
08/31/23	Lauren Sisson	Correspondence with client, Kroll, and BRG on review of omnibus objections 10 through 13 (.9); review updated claims exhibit and circulate to UCC and M3 for review (1.3); correspondence with Kroll on issued ballots (.4).	2.60
08/31/23	Lauren Sisson	Prepare notice, certification, and proposed orders for 11th, 12th, and 13th omnibus objections to claims.	1.80

Chargeable Hours 73.60

Total Fees	\$59,542.50
Adjustment (15% Discount)	\$ (8,931.38)
Total Adjusted Fees	\$50,611.12

Invoice Number: 21610560
Matter Name: Claims Administration and Objections
Client/Matter Number: 0063320.00007
Billing Attorney: Alexander Grishman

September 29, 2023
Page 7 of 7

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Aimee M. Furness	1.30	\$1,000.00	\$1,300.00
J. Frasher Murphy	5.70	\$1,100.00	\$6,270.00
Matt Ferris	1.20	\$1,000.00	\$1,200.00
Matthew Frankle	1.50	\$1,150.00	\$1,725.00
Richard D. Anigian	0.30	\$1,200.00	\$360.00
Richard Kanowitz	4.50	\$1,400.00	\$6,300.00
Jordan Chavez	9.10	\$775.00	\$7,052.50
Lauren Sisson	48.20	\$710.00	\$34,222.00
ReNecia Sherald	1.60	\$630.00	\$1,008.00
Kenneth J. Rusinko	0.20	\$525.00	\$105.00
Total Professional Summary			\$59,542.50

Total Fees, Expenses and Charges

\$50,611.12

Total Amount Due

USD \$50,611.12

HAYNES BOONE

Invoice Number: 21610561
Invoice Date: September 29, 2023
Matter Name: Fee/Employment Applications
Client/Matter Number: 0063320.00009
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through August 31, 2023

Total Fees	\$33,960.00
Adjustment (15% Discount)	\$ (5,094.00)
Total Adjusted Fees	\$28,866.00
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$28,866.00
Total Invoice Balance Due	USD \$28,866.00

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**
SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S
Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21610561** • Client Number **0063320.00009** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21610561
Matter Name: Fee/Employment Applications
Client/Matter Number: 0063320.00009
Billing Attorney: Alexander Grishman

September 29, 2023
Page 2 of 4

For Professional Services Through August 31, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/03/23	Kimberly Morzak	Begin reviewing July time entries for privilege and compliance with US Trustee and fee examiner guidelines.	2.10
08/04/23	Kimberly Morzak	Continue working on invoices to identify privileged information and ensure compliance with US Trustee and fee examiner guidelines.	2.30
08/08/23	Kimberly Morzak	Finalize review of invoices for privilege and compliance with US Trustee and fee examiner guidelines.	1.40
08/09/23	Alexander Grishman	Prepare redactions on initial drafts of invoices.	1.00
08/09/23	Richard Kanowitz	Review and analyze fee applications by Deloitte, M3 and other estate professionals.	0.40
08/09/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning OCP fee statements and payment thereof.	0.30
08/09/23	J. Frasher Murphy	Begin preparing Haynes and Boone monthly fee statement and exhibits to identify privilege and redactions.	0.80
08/10/23	J. Frasher Murphy	Begin preparing Haynes and Boone monthly fee statement and exhibits thereto to identify privileged information and ensure compliance with US Trustee guidelines.	0.50
08/11/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning [REDACTED]	0.20
08/16/23	Kimberly Morzak	Begin drafting second interim fee application.	1.50
08/17/23	Kimberly Morzak	Begin drafting second quarterly OCP report (.3); continue drafting second interim fee application (1.3).	1.60
08/17/23	J. Frasher Murphy	Continue review of monthly fee statement and exhibits to identify privileged information and redactions.	6.40
08/18/23	Alexander Grishman	Review fee application and addendum for privilege and redaction.	2.90
08/18/23	J. Frasher Murphy	Continue drafting revisions to Haynes and Boone monthly fee statement and exhibits to address privileged information.	0.80
08/21/23	Jordan Chavez	Review and analyze revised fee application and compensation timeline (.2); correspond with Kirkland regarding same (.2).	0.40
08/21/23	Alexander Grishman	Review fee statement regarding redactions and privilege.	1.60

Invoice Number: 21610561
Matter Name: Fee/Employment Applications
Client/Matter Number: 0063320.00009
Billing Attorney: Alexander Grishman

September 29, 2023
Page 3 of 4

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/22/23	Aimee M. Furness	Review pro forma invoices for potentially privileged information and mark same for redaction.	0.70
08/22/23	Kimberly Morzak	Review June invoices to identify redactions (1.8); prepare exhibits to eighth monthly fee and expense statement (1.6); begin drafting exhibits to second interim fee application (2.9).	6.30
08/23/23	Kimberly Morzak	Draft exhibits to second interim fee application.	2.20
08/24/23	Richard D. Anigian	Analyze and redact fee application materials for privilege.	1.20
08/24/23	Jordan Chavez	Review, revise, and redact invoices for July monthly fee statement.	2.40
08/25/23	Jordan Chavez	Review, revise, and redact invoices for July monthly fee statement (.8); correspond with BlockFi and debtors' professionals regarding second fee application timeline (.1).	0.90
08/29/23	Kimberly Morzak	Work on redactions to July fee and expense statements and finalize same for filing.	2.80
08/30/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning [REDACTED]	0.30
08/30/23	Kimberly Morzak	Finalize eighth monthly fee statement and forward to local counsel for filing (.9); communications with fee examiner forwarding fee statement and backup documentation (.1).	1.00
08/30/23	J. Frasher Murphy	Review recently filed ordinary course fee statements and monthly fee statements.	0.80

Chargeable Hours 42.80

Total Fees	\$33,960.00
Adjustment (15% Discount)	\$ (5,094.00)
Total Adjusted Fees	\$28,866.00

Invoice Number: 21610561
Matter Name: Fee/Employment Applications
Client/Matter Number: 0063320.00009
Billing Attorney: Alexander Grishman

September 29, 2023
Page 4 of 4

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Aimee M. Furness	0.70	\$1,000.00	\$700.00
Alexander Grishman	5.50	\$1,075.00	\$5,912.50
J. Frasher Murphy	9.30	\$1,100.00	\$10,230.00
Richard D. Anigian	1.20	\$1,200.00	\$1,440.00
Richard Kanowitz	1.20	\$1,400.00	\$1,680.00
Jordan Chavez	3.70	\$775.00	\$2,867.50
Kimberly Morzak	21.20	\$525.00	<u>\$11,130.00</u>
Total Professional Summary			\$33,960.00

Total Fees, Expenses and Charges **\$28,866.00**

Total Amount Due **USD \$28,866.00**

HAYNES BOONE

Invoice Number: 21610562
Invoice Date: September 29, 2023
Matter Name: Contested Matters
Client/Matter Number: 0063320.00012
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through August 31, 2023

Total Fees	\$77,940.00
Adjustment (15% Discount)	\$ (11,691.00)
Total Adjusted Fees	\$66,249.00
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$66,249.00
Total Invoice Balance Due	USD \$66,249.00

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**
SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S
Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21610562** • Client Number **0063320.00012** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21610562
Matter Name: Contested Matters
Client/Matter Number: 0063320.00012
Billing Attorney: Alexander Grishman

September 29, 2023
Page 2 of 7

For Professional Services Through August 31, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/01/23	Jordan Chavez	Review, analyze, and strategize approach for Gerro claim objection and estimation hearing (.1); review pleadings regarding same (.6).	1.70
08/02/23	Jordan Chavez	Correspond with trustee regarding redaction dispute.	0.20
08/02/23	Lauren Sisson	Review and analyze Gerro state court litigation filings in all 3 matters (.8), motion to lift stay filings (.5), and response to claim objection (.6).	1.90
08/03/23	Lauren Sisson	Draft reply to Gerro response to claims objection.	3.80
08/04/23	Jordan Chavez	Review and analyze documentation regarding Gerro contested matter (.5); review and analyze additional redaction opinions in similar cases (.5).	1.00
08/04/23	Richard Kanowitz	Review and analyze key recent decisions on redaction of PII for supplemental reply on pending BlockFi motion to redact customer information.	1.20
08/04/23	Lauren Sisson	Further draft reply to Gerro response to claim objection.	5.90
08/06/23	Jordan Chavez	Review and analyze evidence for 8/17 hearing regarding Gerro claim.	1.80
08/06/23	Lauren Sisson	Finalize first draft of reply to Gerro response to claim objection (2.9); prepare exhibits for same (.3).	3.20
08/07/23	Jordan Chavez	Correspond with BlockFi and [REDACTED] regarding [REDACTED] settlement agreement.	0.50
08/07/23	Jordan Chavez	Review and analyze documents regarding Gerro claim objection (1.0); review and revise reply to Gerro claim objection response and cross motion (1.2).	2.20
08/07/23	David Clark	Strategy development regarding Gerro reply brief.	0.50
08/07/23	Mark Erickson	Strategy development in connection with preparation of reply to Gerro pleadings.	0.70
08/07/23	Richard Kanowitz	Review and analyze recent cases and decisions to prepare reply brief and supporting declarations for PII redaction and counter sealing motions.	0.70
08/07/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning [REDACTED]	0.30
08/07/23	Lauren Sisson	Correspondence with local counsel and UST on adjournment of PII redaction motion.	0.40

Invoice Number: 21610562
Matter Name: Contested Matters
Client/Matter Number: 0063320.00012
Billing Attorney: Alexander Grishman

September 29, 2023
Page 3 of 7

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/07/23	Lauren Sisson	Analysis of issues regarding reply on Gerro claim objection (4.8); analysis of issues regarding Gerro's prior litigation in California state court (1.0).	5.80
08/08/23	Jordan Chavez	Review and revise reply to Gerro response (5.1); correspond with BlockFi regarding same (.4).	5.50
08/08/23	Jordan Chavez	Review and revise settlement agreement (2.2); correspond with BlockFi and [REDACTED] regarding same (.3).	2.50
08/08/23	Mark Erickson	Review and revise reply brief on Gerro cross-motion.	0.40
08/08/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning [REDACTED]	0.30
08/08/23	Richard Kanowitz	Review and analyze revised settlement agreement with [REDACTED] to compromise turn over demand for excess collateral and related matters.	0.40
08/09/23	Jordan Chavez	Review and revise Gerro reply (.8); correspond with BlockFi, JPLs, and committee counsel regarding same (.2); correspond with chambers and Mr. Gerro regarding August 17 hearing (.2).	1.20
08/09/23	David Clark	Review and revise reply brief to Gerro opposition.	0.80
08/09/23	Mark Erickson	Review and respond to emails regarding revised reply in connection with Gerro objection.	0.30
08/09/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams, UCC counsel, Bermuda JPLs and Walkers concerning BlockFi reply to Gerro claim objection and response to Gerro cross motion.	0.70
08/09/23	Richard Kanowitz	Review, analyze and edit BlockFi reply to Gerro claim objection and response to Gerro cross motion.	0.80
08/09/23	Lauren Sisson	Correspondence regarding Gerro reply to client, UCC and JPLs.	0.40
08/09/23	Lauren Sisson	Analyze issues to address in reply to Gerro response to claim objection (1.4); prepare and redact exhibits for filing (.4)	1.80
08/10/23	Jordan Chavez	Review and revise [REDACTED] settlement agreement (1.1); correspond with BlockFi regarding same (.3).	1.40
08/10/23	Jordan Chavez	Review and revise reply to Gerro response and exhibits thereto.	2.50
08/10/23	Eli Columbus	Review and comment on draft Reply to George J. Gerro's Response to Debtors' Fourth Omnibus Objection to Certain Claims (.7); assist with preparation for arguments on Gerro claim objections (.3).	1.00

Invoice Number: 21610562
Matter Name: Contested Matters
Client/Matter Number: 0063320.00012
Billing Attorney: Alexander Grishman

September 29, 2023
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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/10/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning [REDACTED]	0.40
08/10/23	Lauren Sisson	Prepare final draft and exhibits for reply to Gerro response to claim objection.	1.60
08/11/23	Richard D. Anigian	Review reply in support of objection to Gerro claim.	0.90
08/11/23	Jordan Chavez	Correspond with Mr. Gerro, BlockFi, and chambers regarding August 17 hearing.	0.30
08/11/23	Richard Kanowitz	Review and respond to emails to/from Chambers of Judge Kaplan, G. Gerro and BlockFi legal team concerning contested hearing on 4th omnibus objection to claim and Gerro cross-motion to allow claim for voting.	0.70
08/15/23	Jordan Chavez	Prepare materials for contested hearing on August 17 (3.2); review and analyze Gerro exhibits for August 17 hearing (1.0); prepare Mr. Renzi for contested hearing on August 17 (.7).	4.90
08/15/23	Lauren Sisson	Prepare for and participate in call with M. Renzi on preparation as declarant for Gerro claim objection.	0.60
08/16/23	Jordan Chavez	Prepare materials for August 17 hearing on Gerro contested matters (8.0); correspond with BRG and BlockFi regarding same (.5).	8.50
08/16/23	Richard Kanowitz	Review and respond to emails to/from BRG, CRO and BlockFi legal team concerning contested hearing on Gerro claim objection.	0.40
08/16/23	Richard Kanowitz	Prepare for contested hearing on Gerro claim objection.	0.80
08/16/23	Lauren Sisson	Prepare additional documentation for Gerro claim objection.	1.10
08/17/23	Alexander Grishman	Review issues with Gerro claim objection and cross-motion.	0.60
08/17/23	J. Frasher Murphy	Strategy development in connection with hearing on Gerro claims.	0.50
08/22/23	Richard D. Anigian	Review and communicate regarding Gerro settlement offer.	0.10
08/22/23	Jordan Chavez	Correspond with BlockFi and committee counsel regarding Gerro claim counteroffer.	0.30
08/22/23	Jordan Chavez	Correspond with [REDACTED] counsel regarding settlement agreement.	0.10
08/22/23	Alexander Grishman	Review settlement offer from Gerro (.6); attention to emails with J. Mayers regarding proposed Gerro settlement (.2).	0.80
08/22/23	Richard Kanowitz	Review and respond to emails to/from John Gerro concerning meet and confer on potential settlement of 4th omnibus objections to claims.	0.30

Invoice Number: 21610562
Matter Name: Contested Matters
Client/Matter Number: 0063320.00012
Billing Attorney: Alexander Grishman

September 29, 2023
Page 5 of 7

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/22/23	J. Frasher Murphy	Review creditor's offer (Gerro) to settle claim (.3); correspondence with BlockFi legal and business teams regarding [REDACTED] (.2).	0.50
08/23/23	Richard Kanowitz	Review and respond to emails to/from John Gerro concerning settlement offer to resolve BlockFi's 4th omnibus objections to claims filed by Gerro.	0.40
08/23/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning [REDACTED].	0.60
08/23/23	Lauren Sisson	Conduct research on [REDACTED] (.6); analysis of procedural issues regarding [REDACTED] (.3).	0.90
08/24/23	Jordan Chavez	Review and analyze [REDACTED] markup of settlement agreement (.6); review and analyze [REDACTED] reporting and explanation of comments to settlement agreement (.3); correspond with BlockFi regarding same (.2).	1.10
08/24/23	Lauren Sisson	Correspond with client and R. Kanowitz on 2004 subpoena for production of documents related to objection to claim (.6); review production of documents from client on same (1.2); review response from opposing counsel on same (.3).	2.10
08/25/23	Lauren Sisson	Prepare for and participate in call with BlockFi financial and legal teams on [REDACTED] (.4); prepare document production and summary for same and circulate for review (1.4); send production to opposing counsel (.2).	2.00
08/28/23	Lauren Sisson	Strategy development on matters set for hearing on 8/30.	0.40
08/29/23	Jordan Chavez	Review and analyze Gerro ruling (.3); correspond with counsel in state court proceedings regarding impact of same for upcoming report (.2).	0.50
08/29/23	David Clark	Strategy development regarding Gerro III update to California Court of Appeal.	0.30
08/29/23	Eli Columbus	Review Court's ruling on objection to Gerro claim.	0.50
08/29/23	Mark Erickson	Review order from BK court disallowing Gerro claim (.3); analyze options and open issues with report due date upcoming (.4).	0.70
08/29/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning [REDACTED].	0.40
08/29/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal team concerning [REDACTED].	0.30
08/29/23	Ben Mesches	Review and analyze bankruptcy court order disallowing Gerro's claim (.4); correspondence regarding update to California Supreme Court (.2).	0.60

Invoice Number: 21610562
Matter Name: Contested Matters
Client/Matter Number: 0063320.00012
Billing Attorney: Alexander Grishman

September 29, 2023
Page 6 of 7

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/29/23	J. Frasher Murphy	Review ruling from Court regarding Gerro claims.	0.30
08/29/23	Lauren Sisson	Review memorandum opinion disallowing Gerro claims (.6); draft proposed order for submission to court on same (.3).	0.90
08/30/23	Jordan Chavez	Multiple communications with BlockFi and [REDACTED] regarding settlement agreement terms and exhibits.	0.60
08/30/23	Mark Erickson	Review and revise update to CA Supreme Court regarding Gerro.	0.30
08/30/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning [REDACTED]	0.30
08/30/23	Ben Mesches	Review and approve filing of update to California Supreme Court regarding Gerro litigation.	0.30
08/30/23	Lauren Sisson	Correspond with client on production of documents and email retention policy and searches (1.2); correspond with opposing counsel on same (.3); review and bates-stamp additional documents for production and send to opposing counsel (.4).	1.90
08/30/23	Lauren Sisson	Draft case update language for Gerro state court litigation filing.	0.60
08/31/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning [REDACTED]	0.20
08/31/23	Lauren Sisson	Review additional materials from client on request for production of customer documents (.2); correspondence with client on same (.2); analysis of follow-up discovery issues related to same (.4); search blockchain for wallets used by creditor in transactions with client (.4).	1.20

Chargeable Hours 92.60

Total Fees \$77,940.00

Adjustment (15% Discount) \$ (11,691.00)

Total Adjusted Fees \$66,249.00

Invoice Number: 21610562
Matter Name: Contested Matters
Client/Matter Number: 0063320.00012
Billing Attorney: Alexander Grishman

September 29, 2023
Page 7 of 7

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Alexander Grishman	1.40	\$1,075.00	\$1,505.00
Ben Mesches	0.90	\$1,150.00	\$1,035.00
David Clark	1.60	\$850.00	\$1,360.00
Eli Columbus	1.50	\$1,050.00	\$1,575.00
J. Frasher Murphy	1.30	\$1,100.00	\$1,430.00
Mark Erickson	2.40	\$1,050.00	\$2,520.00
Richard D. Anigian	1.00	\$1,200.00	\$1,200.00
Richard Kanowitz	9.20	\$1,400.00	\$12,880.00
Jordan Chavez	36.80	\$775.00	\$28,520.00
Lauren Sisson	36.50	\$710.00	\$25,915.00
Total Professional Summary			\$77,940.00

Total Fees, Expenses and Charges

\$66,249.00

Total Amount Due

USD \$66,249.00

HAYNES BOONE

Invoice Number: 21610563
Invoice Date: September 29, 2023
Matter Name: Plan and Disclosure Statement
Client/Matter Number: 0063320.00014
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through August 31, 2023

Total Fees	\$60,003.50
Adjustment (15% Discount)	\$ (9,000.53)
Total Adjusted Fees	\$51,002.97
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$51,002.97
Total Invoice Balance Due	USD \$51,002.97

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**
SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S
Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21610563** • Client Number **0063320.00014** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21610563
Matter Name: Plan and Disclosure Statement
Client/Matter Number: 0063320.00014
Billing Attorney: Alexander Grishman

September 29, 2023
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For Professional Services Through August 31, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/01/23	Richard Kanowitz	Review and respond to emails to/from C Street, BlockFi legal and financial teams concerning revised communications and related solicitation materials from BlockFi to creditors concerning Third Amended Plan.	0.30
08/01/23	Richard Kanowitz	Review and analyze revised communications and related solicitation materials from BlockFi to creditors concerning Third Amended Plan.	1.10
08/01/23	J. Frasher Murphy	Analysis of solicitation and voting issues in connection with disputed claims (.5); analysis of timing and logistics related to solicitation and voting (.3); analysis of plan voting issues in connection with disputed claims (.5).	1.30
08/01/23	Kenneth J. Rusinko	Review Order Extending Exclusivity Periods, circulate and correspond with team regarding same.	0.20
08/01/23	ReNecia Sherald	Review and analyze Third Circuit authorities on [REDACTED]	3.40
08/01/23	Lauren Sisson	Correspondence with Kroll on solicitation procedures for rejected counter-party proofs of claim.	0.70
08/02/23	Jordan Chavez	Correspond with BlockFi regarding Plan solicitation and confirmation timeline and related issues.	0.50
08/02/23	Matt Ferris	Review entered order conditionally approving disclosure statement and consideration of plan confirmation dates/deadlines (.3); review amended disclosure statement exhibits (.3).	0.60
08/03/23	Jordan Chavez	Correspond with BlockFi regarding confirmation preparation and claim objection and estimation strategy.	1.00
08/03/23	Matt Ferris	Review filed third amended plan and disclosure statement.	1.50
08/04/23	Alexander Grishman	Review order conditionally approving Disclosure Statement and Solicitation.	0.80
08/05/23	Lauren Sisson	Communications with Kroll on plan solicitation procedures.	0.20
08/08/23	J. Frasher Murphy	Review updated disclosure statement and solicitation documents filed with Court.	0.60
08/11/23	Jordan Chavez	Correspond with committee counsel regarding pre- confirmation workstreams and schedule broader conference call regarding same.	0.30
08/14/23	Jordan Chavez	Review and analyze case law for [REDACTED] (1.0); strategy development regarding same (.5); correspond with Committee counsel regarding preconfirmation workstreams and court settings (.5).	2.00

Invoice Number: 21610563
Matter Name: Plan and Disclosure Statement
Client/Matter Number: 0063320.00014
Billing Attorney: Alexander Grishman

September 29, 2023
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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/14/23	Ethan Kerstein	Analysis of issues regarding [REDACTED] (.2); analyze article discussing [REDACTED] (.1).	0.30
08/16/23	Jordan Chavez	Strategy development regarding third party releases and confirmation issues.	0.30
08/16/23	Ethan Kerstein	Research and analyze law regarding [REDACTED].	4.20
08/17/23	Jordan Chavez	Analysis of issues regarding solicitation and voting reports.	0.50
08/17/23	Ethan Kerstein	Analyze law regarding [REDACTED] (2.6); prepare chart summarizing same (3.5).	6.10
08/17/23	Lauren Sisson	Correspondence with Kroll on balloting and solicitation issues.	0.40
08/18/23	Richard Kanowitz	Review, analyze and edit BlockFi's third motion to extend exclusivity.	0.60
08/18/23	Ethan Kerstein	Analyze law regarding [REDACTED].	0.80
08/21/23	Lauren Sisson	Correspondence with Kroll on balloting issue.	0.30
08/22/23	Jordan Chavez	Review and analyze [REDACTED].	0.50
08/22/23	Matt Ferris	Review motion to extend exclusivity (.4); review plan confirmation timeline (.2).	0.60
08/22/23	Richard Kanowitz	Review and respond to emails to/from counsel to Ad Hoc Group, Kroll, and BlockFi legal and financial teams concerning ballots for plan of reorganization and creditor voting problems.	0.70
08/22/23	J. Frasher Murphy	Review and analyze draft motion to extend exclusivity.	0.60
08/23/23	Richard D. Anigian	Analysis of issues regarding plan release concerning Emergent's avoidance claims.	0.40
08/23/23	Jordan Chavez	Correspond with BlockFi, Kroll, BRG, and Committee counsel regarding solicitation and balloting.	0.70
08/23/23	Richard Kanowitz	Prepare for and conduct conference call with UCC advisors concerning creditor inquiries, ballot and voting issues.	0.30
08/23/23	Lauren Sisson	Participate in call with client on voting reports and plan class issues (.3); participate in call with UCC on same (.3).	0.60
08/24/23	Richard Kanowitz	Review and respond to emails from DOJ (Seth Shapiro) and BlockFi legal team concerning USA/DOJ comments to plan release and exculpation provisions.	0.30
08/24/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning [REDACTED]	0.80

Invoice Number: 21610563
Matter Name: Plan and Disclosure Statement
Client/Matter Number: 0063320.00014
Billing Attorney: Alexander Grishman

September 29, 2023
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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/24/23	Lauren Sisson	Correspondence with client and Kroll on plan class report and superseding claims procedures (1.3); review plan class report for classification of creditors who have submitted inquiries about ballots (.6).	1.90
08/25/23	Jordan Chavez	Correspond with BlockFi and Kroll regarding solicitation, voting, ballot corrections, and related issues.	1.80
08/25/23	Richard Kanowitz	Prepare for and conduct conference call with UCC advisors concerning creditor inquiries ballot and voting issues.	0.20
08/25/23	J. Frasher Murphy	Review and analyze open issues regarding solicitation and voting matters.	0.60
08/25/23	Lauren Sisson	Analysis of issues regarding Wallet LLC ballot issues (.5); call with client and Kroll on same (.7); call with UCC on same (.2).	1.40
08/28/23	Richard D. Anigian	Analyze authorities regarding [REDACTED] (1.2); strategize regarding hearing on estimation motion (.5); strategy development regarding discovery requests related to estimation motions and claims objections (2.3); review DOJ's language regarding confirmation order (.2).	4.20
08/28/23	Jordan Chavez	Review and analyze solicitation and voting issues from Kroll and BRG (.7); correspond with BlockFi, BRG, and Kroll regarding same (.4).	1.10
08/28/23	Alexander Grishman	Review communications to customers regarding Plan voting and data breach issue.	0.40
08/29/23	Jordan Chavez	Correspond with BlockFi regarding solicitation, ballots, and reclassification notices.	1.00
08/29/23	Richard Kanowitz	Review and respond to emails to/from BRG and BlockFi legal and financial teams concerning voting, ballots, solicitation communications and related creditor matters.	1.20
08/29/23	Ethan Kerstein	Analyze law regarding [REDACTED] (3.6); edit chart summarizing same (.8).	4.40
08/29/23	Lauren Sisson	Participate in call with BlockFi legal team on [REDACTED] (.5); further correspondence with client on same (1.2); correspond with Kroll on same (.3).	2.00
08/30/23	Alexander Grishman	Review Restructuring Transaction Memo regarding transactions required in connection with the Plan.	0.40
08/30/23	Richard Kanowitz	Review and respond to emails to/from BRG and BlockFi legal and financial teams concerning voting, ballots, solicitation communications and related creditor matters.	0.60
08/30/23	Richard Kanowitz	Review and respond to emails to/from UST and BlockFi legal and financial teams concerning gatekeeper provisions in plan and resolution of UST objections concerning same.	0.60

Invoice Number: 21610563
Matter Name: Plan and Disclosure Statement
Client/Matter Number: 0063320.00014
Billing Attorney: Alexander Grishman

September 29, 2023
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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/30/23	Ethan Kerstein	Analyze law regarding [REDACTED] (.2); edit chart summarizing same (.3).	0.50
08/30/23	J. Frasher Murphy	Review draft of Restructuring Transactions Memorandum (.4); analysis of timing, logistics, and process related to plan confirmation and implementation (.5); review case law concerning [REDACTED] (.7).	1.60
08/31/23	Richard D. Anigian	Conference call with DOJ regarding plan language and requested reservation of rights (.3); analysis of plan language requested by Emergent (.2); strategize regarding additional proposed plan language (.2).	0.70
08/31/23	Jordan Chavez	Prepare plan supplement schedule (6.8); analysis of follow-up issues regarding same (.2).	7.00
08/31/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams and Walkers concerning plan supplement and inclusion of wind down protocols and related agreements.	0.60
08/31/23	Richard Kanowitz	Review, analyze and edit plan supplement for retained causes of action against third parties, including FTX debtors and 3AC.	0.70
08/31/23	J. Frasher Murphy	Analysis and strategy development regarding plan and confirmation time line and related logistics.	0.40

Chargeable Hours 66.80

Total Fees	\$60,003.50
Adjustment (15% Discount)	\$ (9,000.53)
Total Adjusted Fees	\$51,002.97

Invoice Number: 21610563
Matter Name: Plan and Disclosure Statement
Client/Matter Number: 0063320.00014
Billing Attorney: Alexander Grishman

September 29, 2023
Page 6 of 6

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Alexander Grishman	1.60	\$1,075.00	\$1,720.00
J. Frasher Murphy	5.10	\$1,100.00	\$5,610.00
Matt Ferris	2.70	\$1,000.00	\$2,700.00
Richard D. Anigian	5.30	\$1,200.00	\$6,360.00
Richard Kanowitz	8.00	\$1,400.00	\$11,200.00
Ethan Kerstein	16.30	\$730.00	\$11,899.00
Jordan Chavez	16.70	\$775.00	\$12,942.50
Lauren Sisson	7.50	\$710.00	\$5,325.00
ReNecia Sherald	3.40	\$630.00	\$2,142.00
Kenneth J. Rusinko	0.20	\$525.00	\$105.00
Total Professional Summary			\$60,003.50

Total Fees, Expenses and Charges

\$51,002.97

Total Amount Due

USD \$51,002.97

HAYNES BOONE

Invoice Number: 21610564
Invoice Date: September 29, 2023
Matter Name: Relief from Stay Proceedings
Client/Matter Number: 0063320.00015
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through August 31, 2023

Total Fees	\$1,820.00
Adjustment (15% Discount)	\$ (273.00)
Total Adjusted Fees	\$1,547.00
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$1,547.00
Total Invoice Balance Due	USD \$1,547.00

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**
SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S
Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21610564** • Client Number **0063320.00015** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21610564
Matter Name: Relief from Stay Proceedings
Client/Matter Number: 0063320.00015
Billing Attorney: Alexander Grishman

September 29, 2023
Page 2 of 2

For Professional Services Through August 31, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/07/23	Richard Kanowitz	Review, analyze and comment upon revised lift stay motion by D&O's for insurance coverage.	0.60
08/22/23	Richard Kanowitz	Review and analyze D&O motion for relief from stay to seek insurance coverage from Realm policy.	0.70

Chargeable Hours 1.30

Total Fees	\$1,820.00
Adjustment (15% Discount)	\$ (273.00)
Total Adjusted Fees	\$1,547.00

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Richard Kanowitz	1.30	\$1,400.00	\$1,820.00
Total Professional Summary			\$1,820.00

Total Fees, Expenses and Charges	\$1,547.00
Total Amount Due	USD \$1,547.00

HAYNES BOONE

Invoice Number: 21610565
Invoice Date: September 29, 2023
Matter Name: General Litigation
Client/Matter Number: 0063320.00016
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through August 31, 2023

Total Fees	\$53,370.00
Adjustment (15% Discount)	\$ (8,005.50)
Total Adjusted Fees	\$45,364.50
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$45,364.50
Total Invoice Balance Due	USD \$45,364.50

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**
SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S
Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21610565** • Client Number **0063320.00016** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21610565
Matter Name: General Litigation
Client/Matter Number: 0063320.00016
Billing Attorney: Alexander Grishman

September 29, 2023
Page 2 of 8

For Professional Services Through August 31, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/01/23	Matt Ferris	Review and respond to correspondence regarding claims against BKCoin and related matters.	0.60
08/01/23	Matthew Frankle	Analysis of BKCoin claim.	0.40
08/02/23	Matt Ferris	Review and respond to correspondence regarding PrimeBlock adversary proceeding and pending information requests.	0.30
08/02/23	Tom Zavala	Discuss [REDACTED] with BlockFi legal team (.2); communicate with opposing counsel regarding outstanding financial information (.1).	0.30
08/03/23	Matt Ferris	Review and update litigation tracker.	0.60
08/03/23	Tom Zavala	Review litigation deadlines (.3); communicate same to BlockFi legal team (.2).	0.50
08/04/23	Matt Ferris	Correspondence with BlockFi team regarding [REDACTED]	0.30
08/04/23	Matt Ferris	Review and analysis of financial information provided by [REDACTED] in support of settlement offer (.5); correspond with BlockFi team regarding same (.2).	0.70
08/04/23	Kimberly Morzak	Review dockets in pending BKCoin actions and circulate new pleadings.	0.30
08/04/23	Tom Zavala	Review [REDACTED] financial information (.4); correspond with BlockFi legal and financial teams regarding [REDACTED] (.2).	0.60
08/07/23	Matt Ferris	Review and respond to correspondence to/from BlockFi team and [REDACTED] counsel regarding settlement offer and related matters.	0.40
08/07/23	Tom Zavala	Correspond with [REDACTED] counsel regarding settlement (.1); discuss with BlockFi financial and legal teams (.3).	0.40
08/08/23	Richard Kanowitz	Review and analyze DOJ motion to stay adversary proceeding pending decision on withdrawal of reference motions.	0.80
08/08/23	Richard Kanowitz	Review and respond to emails to/from DOJ, BlockFi legal and financial teams, Bermuda JPLs and Walkers concerning DOJ motion to stay adversary proceeding pending decision on withdrawal of reference motions.	0.20
08/08/23	J. Frasher Murphy	Review and analyze motion to stay adversary proceeding filed by DOJ.	0.40

Invoice Number: 21610565
Matter Name: General Litigation
Client/Matter Number: 0063320.00016
Billing Attorney: Alexander Grishman

September 29, 2023
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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/08/23	Kenneth J. Rusinko	Review JPL Motion to Intervene in Adversary Proceeding 23-1144, circulate and advise team of hearing.	0.30
08/08/23	Lauren Sisson	Analyze DOJ motion to stay seizure warrant adversary (.8); review JOL motion to intervene in same (.3).	1.10
08/08/23	Tom Zavala	Discuss [REDACTED] with BlockFi legal team and opposing counsel.	0.20
08/09/23	Matt Ferris	Review and respond to correspondence from BlockFi team regarding [REDACTED] (.2); review draft updated scheduling order for PrimeBlock adversary proceeding (.1).	0.30
08/09/23	Matt Ferris	Review and consideration of status of pending adversary proceedings, pending dates/deadlines, and scheduling hearings (.4); correspond with BlockFi team regarding same (.2).	0.60
08/09/23	Matt Ferris	Prepare for and participate in settlement conference call with PrimeBlock's counsel (.6); correspond with BlockFi team regarding [REDACTED] (.3).	0.90
08/09/23	Richard Kanowitz	Review and respond to emails from DOJ (Seth Shapiro), BlockFi legal and financial teams and UCC counsel concerning pending proceedings in UCC adversary proceeding seeking declaratory relief concerning seizure warrants.	0.60
08/09/23	Kenneth J. Rusinko	Review Motion of the United States to Stay Adversary Proceeding and confer with team regarding same.	0.20
08/09/23	Lauren Sisson	Analyze and review issues regarding [REDACTED].	0.50
08/09/23	Tom Zavala	Attend call with opposing counsel to discuss settlement of PrimeBlock matter (.6); discuss same with BlockFi legal and financial teams (.6).	1.20
08/10/23	Richard D. Anigian	Analysis of issues regarding class action litigation (.4); analyze DOJ's motion to dismiss and motion to stay UCC's adversary regarding Washington seizures (1.3); review PrimeBlock Scheduling Order (.1).	1.80
08/10/23	Matt Ferris	Review and analysis regarding claims against BKCoin and related off-set rights (.3); correspond with BlockFi team regarding same (.2).	0.50
08/10/23	Matt Ferris	Review correspondence with PrimeBlock's counsel regarding scheduling order (.2); review entered scheduling order (.2).	0.40
08/10/23	Alexander Grishman	Review US DOJ motion to dismiss with respect to adversary proceeding brought by the UCC.	0.60
08/10/23	Richard Kanowitz	Review and analyze DOJ motion to dismiss UCC adversary proceeding seeking declaratory relief on BlockFi's compliance with seizure warrants.	0.90
08/10/23	J. Frasher Murphy	Review and analyze Motion to Dismiss UCC adversary proceeding.	0.60

Invoice Number: 21610565
Matter Name: General Litigation
Client/Matter Number: 0063320.00016
Billing Attorney: Alexander Grishman

September 29, 2023
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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/10/23	Brian Singleterry	Review and analyze Government's motion to dismiss in Washington Seizure adversary proceedings.	0.20
08/10/23	Lauren Sisson	Draft amended scheduling order in PrimeBlock (.5); correspondence with opposing counsel on same (.2); prepare same for filing (.1).	0.80
08/10/23	Tom Zavala	Analysis of [REDACTED].	0.30
08/11/23	Richard D. Anigian	Strategize regarding pending adversaries filed by BlockFi.	0.50
08/11/23	Richard Kanowitz	Prepare outline for BlockFi responses to JPL motion to intervene, DOJ motion to dismiss and DOJ motion to stay pending decision on withdrawal of reference.	0.70
08/11/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal team concerning [REDACTED].	0.30
08/11/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal team concerning [REDACTED].	0.20
08/11/23	Kimberly Morzak	Review docket sheets for BKCoin receivership actions and circulate current filings.	0.30
08/11/23	Kenneth J. Rusinko	Review correspondence relating to United States' Motion to Dismiss Adversary 23-1144 and advise team of hearing on same.	0.20
08/14/23	Richard D. Anigian	Review motion of proposed lead counsel to modify stipulation and motion to shorten time (.8); analyze issues and pursue strategy regarding same (.5).	1.30
08/14/23	Kimberly Morzak	Review case management order and calendar upcoming status conference in BKCoin action pending in Miami-Dade Circuit Court.	0.20
08/15/23	Matt Ferris	Review and respond to correspondence from BlockFi team regarding [REDACTED] (.2); review correspondence to/from PrimeBlock's counsel regarding same (.2).	0.40
08/15/23	Tom Zavala	Communicate with BlockFi legal team and opposing counsel regarding outstanding diligence deliverables and additional information requests.	0.20
08/16/23	Matt Ferris	Analyze matters regarding hearing on motion to stay CT Dept. of Banking proceeding.	0.30
08/17/23	Matt Ferris	Review and analysis of PrimeBlock deliverables in connection with evaluation of settlement offer (.6); review and respond to correspondence to/from BlockFi team and PrimeBlock's counsel regarding same (.4).	1.00
08/18/23	Matt Ferris	Review and analysis of PrimeBlock deliverables and related settlement correspondence.	0.50

Invoice Number: 21610565
Matter Name: General Litigation
Client/Matter Number: 0063320.00016
Billing Attorney: Alexander Grishman

September 29, 2023
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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/18/23	Kimberly Morzak	Review BKCoin dockets for current activity.	0.20
08/22/23	Richard D. Anigian	Prepare BlockFi's responses to DOJ's stay motion and JPL's motion to intervene regarding Washington seizure adversary filed by UCC (.6); review UCC's objection to DOJ stay motion (.5).	1.10
08/22/23	Jordan Chavez	Prepare debtor's limited response to United States' motion to stay (1.5); prepare debtors' limited response to JPLs' motion to stay (.7); correspond with BlockFi [REDACTED] (.3); review and analyze committee response to United States motion to stay (.6); begin preparing debtors' response to motion to dismiss (.5).	3.60
08/22/23	Richard Kanowitz	Review, analyze and edit BlockFi responses to DOJ motion to stay UCC adversary proceeding and Bermuda JPLs motion to intervene.	0.80
08/22/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning [REDACTED]	0.80
08/22/23	Richard Kanowitz	Review and analyze UCC response to DOJ motion to stay UCC adversary proceeding.	0.60
08/23/23	Richard D. Anigian	Prepare response to DOJ's motion to dismiss (.2); analyze DOJ's opposition to JPL's motion to intervene (.4).	0.60
08/23/23	Richard D. Anigian	Strategize regarding pending litigation claims, defenses and evidence.	0.60
08/23/23	Jordan Chavez	Prepare BlockFi response to US motion to dismiss seizure warrant adversary.	0.50
08/23/23	Matt Ferris	Review and respond to correspondence to/from BlockFi team and PrimeBlock's counsel regarding settlement proposal, Defendant's deliverables, and related matters (.4); further review and consideration of settlement proposal and supporting documents (.3); consideration of litigation strategy and next steps (.2).	0.90
08/24/23	Richard D. Anigian	Review UCC's opposition to DOJ's motion to dismiss adversary regarding Washington seizure.	0.40
08/24/23	Jordan Chavez	Review and revise debtors' limited response to government's motion to dismiss (.5); correspond with BlockFi and Cole Schotz regarding same (.2).	0.70
08/24/23	Matt Ferris	Review and consideration of PrimeBlock adversary proceeding litigation strategy, status of settlement discussions, and defendant's deliverables (.8); review and respond to correspondence from BlockFi team regarding status of PrimeBlock adversary proceeding and next steps (.5).	1.30
08/24/23	Richard Kanowitz	Review and analyze DOJ objection to Bermuda JPLs' motion to intervene in UCC adversary proceeding concerning seizure warrants.	0.40

Invoice Number: 21610565
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Billing Attorney: Alexander Grishman

September 29, 2023
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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/24/23	Richard Kanowitz	Review and analyze UCC response to USA/DOJ motion to dismiss UCC adversary proceeding concerning seizure warrants.	0.60
08/24/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning [REDACTED]	0.40
08/25/23	Matt Ferris	Review and respond to correspondence to/from BlockFi team regarding [REDACTED] (.5); correspond with PrimeBlock's counsel regarding extension of answer date and related matters (.3).	0.80
08/25/23	Matt Ferris	Review BKCoin receiver's motion to extend time to file liquidation plan, and consideration of next steps with respect to claims against BKCoin.	0.60
08/25/23	Kimberly Morzak	Review and circulate updated filings in BKCoin action.	0.30
08/25/23	J. Frasher Murphy	Review and analyze pleadings filed in connection with DOJ motion to dismiss adversary proceeding.	0.40
08/25/23	Tom Zavala	Review stipulation regarding PrimeBlock answer deadline (.2); correspond with opposing counsel regarding same (.1).	0.30
08/28/23	Richard D. Anigian	Analyze replies related to adversary filed by UCC regarding Washington seizure.	0.40
08/28/23	Matt Ferris	Review and consideration of status and next steps for pending litigation matters (.6); confer with BlockFi team regarding same (.5).	1.10
08/28/23	J. Frasher Murphy	Review additional briefing from DOJ regarding motion to stay adversary proceeding/withdrawal of reference.	0.60
08/28/23	Kenneth J. Rusinko	Review Order extending PrimeBlock's deadline to file Answer to Complaint and notify team.	0.20
08/29/23	Richard D. Anigian	Communications with BlockFi legal and financial teams regarding [REDACTED] (.5); review sale order (.2).	0.70
08/29/23	Jordan Chavez	Review and analyze revised proposed order to JPL motion to intervene.	0.20
08/29/23	Richard Kanowitz	Review and analyze Bermuda JPLs reply on motion to intervene in UCC adversary proceeding.	0.40
08/29/23	Richard Kanowitz	Review and analyze DOJ reply to motion to stay UCC adversary proceeding.	0.60
08/30/23	Richard D. Anigian	Preparation for hearing on estimation motion (1.3); strategy development regarding discovery related to same (.6); participate in hearing on class plaintiffs' motion to modify and DOJ'S motion to stay adversary regarding Washington seizure (2.1).	4.00

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Matter Name: General Litigation
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Billing Attorney: Alexander Grishman

September 29, 2023
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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/30/23	Matt Ferris	Review and respond to correspondence to/from BlockFi team and PrimeBlock's counsel regarding settlement proposal and related matters.	0.30
08/30/23	Richard Kanowitz	Review and respond to emails to/from DOJ (Seth Shapiro) and UCC counsel (Shari Dwoskin) concerning status and developments in District Court proceedings.	0.60
08/30/23	Tom Zavala	Correspond with BlockFi legal teams regarding [REDACTED]	0.20
08/31/23	Matt Ferris	Review and respond to correspondence to/from BlockFi team and Primeblock's counsel regarding extension of answer date and related matters.	0.40
08/31/23	Richard Kanowitz	Review and respond to emails to/from DOJ (Seth Shapiro) and UCC counsel (Shari Dworskin) concerning District Court status report concerning adversary proceeding seeking to enjoin BlockFi's compliance with seizure warrants.	0.40
08/31/23	Tom Zavala	Correspond with BlockFi legal team and opposing counsel regarding [REDACTED]	0.30

Chargeable Hours 51.20

Total Fees	\$53,370.00
Adjustment (15% Discount)	\$ (8,005.50)
Total Adjusted Fees	\$45,364.50

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Alexander Grishman	0.60	\$1,075.00	\$645.00
J. Frasher Murphy	2.00	\$1,100.00	\$2,200.00
Matt Ferris	13.20	\$1,000.00	\$13,200.00
Matthew Frankle	0.40	\$1,150.00	\$460.00
Richard D. Anigian	11.40	\$1,200.00	\$13,680.00
Richard Kanowitz	9.30	\$1,400.00	\$13,020.00
Brian Singleterry	0.20	\$730.00	\$146.00
Jordan Chavez	5.00	\$775.00	\$3,875.00
Lauren Sisson	2.40	\$710.00	\$1,704.00
Tom Zavala	4.50	\$730.00	\$3,285.00
Kenneth J. Rusinko	0.90	\$525.00	\$472.50
Kimberly Morzak	1.30	\$525.00	\$682.50
Total Professional Summary			\$53,370.00

Invoice Number: 21610565
Matter Name: General Litigation
Client/Matter Number: 0063320.00016
Billing Attorney: Alexander Grishman

September 29, 2023
Page 8 of 8

Total Fees, Expenses and Charges **\$45,364.50**

Total Amount Due **USD \$45,364.50**

HAYNES BOONE

Invoice Number: 21610566
Invoice Date: September 29, 2023
Matter Name: Hearings and Court Matters
Client/Matter Number: 0063320.00017
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through August 31, 2023

Total Fees	\$41,303.50
Adjustment (15% Discount)	\$ (6,195.53)
Total Adjusted Fees	\$35,107.97
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$35,107.97
Total Invoice Balance Due	USD \$35,107.97

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**
SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S
Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21610566** • Client Number **0063320.00017** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21610566
Matter Name: Hearings and Court Matters
Client/Matter Number: 0063320.00017
Billing Attorney: Alexander Grishman

September 29, 2023
Page 2 of 5

For Professional Services Through August 31, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/01/23	Richard D. Anigian	Participate in August 1 hearing regarding disclosure statement and solicitation materials.	0.80
08/01/23	Jordan Chavez	Prepare for (1.2) and attend conditional disclosure statement hearing (.8).	2.00
08/01/23	Matthew Frankle	Prepare for and attend court hearing on conditional approval of Plan.	0.80
08/01/23	Alexander Grishman	Prepare for (1.0) and attend hearing for conditional approval of Disclosure Statement (.8).	1.80
08/01/23	Richard Kanowitz	Prepare for (.3) and attend court hearing on 8/1 (.8).	1.10
08/01/23	Kimberly Morzak	Communications with court reporter regarding transcript for August 1 hearing.	0.20
08/01/23	Lauren Sisson	Assist in preparation for conditional disclosure statement hearing.	0.80
08/02/23	Richard Kanowitz	Review and respond to emails to/from UST, C Street, UCC counsel and BlockFi legal team concerning confirmation proceedings and time line for same.	0.80
08/09/23	Jordan Chavez	Correspond with chambers and Cole Schotz regarding August 17, 24, and 30 settings.	0.20
08/09/23	Richard Kanowitz	Review and respond to emails to/from Chambers of Judge Kaplan concerning August hearing dates and calendaring of matters.	0.40
08/11/23	Richard Kanowitz	Review and respond to court notices and scheduling orders on pending motions and pretrial conferences.	0.40
08/14/23	Jordan Chavez	Correspond with chambers regarding 8/17 hearing.	0.40
08/14/23	Richard Kanowitz	Review and respond to emails to/from Chambers of Judge Kaplan and BlockFi legal team concerning calendar/agenda for 8.17 court hearing.	0.30
08/15/23	Jordan Chavez	Review and revise hearing agenda for August 17.	0.20
08/15/23	Richard Kanowitz	Review and respond to emails to/from BRG, CRO and BlockFi legal teams concerning preparation for court hearing on 8/17.	0.60
08/15/23	Richard Kanowitz	Review and respond to emails to/from Chambers of Judge Kaplan and BlockFi legal teams concerning adjournment of motions and calendar for future proceedings.	0.60

Invoice Number: 21610566
Matter Name: Hearings and Court Matters
Client/Matter Number: 0063320.00017
Billing Attorney: Alexander Grishman

September 29, 2023
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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/15/23	Kimberly Morzak	Draft agenda for August 17 hearing (.6); prepare electronic and hard copy hearing binders (1.3).	1.90
08/16/23	Jordan Chavez	Review and revise hearing agenda for August 17 (.2); review and revise exhibit binder for August 17 hearing (.4); correspond with Chambers regarding August 17 hearing materials and e-binder of exhibits (.2).	0.80
08/16/23	Richard Kanowitz	Review, analyze and edit proposed agenda for 8.17 hearing.	0.10
08/16/23	Kimberly Morzak	Update hearing agenda to include scheduling conference in Greene adversary proceeding (.3); coordinate filing of same (.1); update hard copy and electronic hearing binders (.8).	1.20
08/17/23	Jordan Chavez	Prepare for and present argument at August 17 hearing on Gerro claim objection (4.2); correspond with BlockFi regarding same (.4).	4.60
08/17/23	Eli Columbus	Assist in preparation for hearing on Gerro claim objection.	1.50
08/17/23	Brad Foster	Attend hearing on Cameron Wyatt's motion to shorten time (.4); prepare notes regarding hearing (.1); email correspondence with co-counsel regarding same (.2).	0.70
08/17/23	Richard Kanowitz	Prepare for and attend contested court hearing.	1.30
08/17/23	Richard Kanowitz	Prepare for and conduct conference call with BlockFi legal team concerning [REDACTED].	0.60
08/17/23	Kimberly Morzak	Communications with court reporter regarding hearing transcript.	0.20
08/17/23	Lauren Sisson	Participate remotely in hearing on application to shorten time and Gerro claim objection.	1.10
08/22/23	Matt Ferris	Review hearing calendar and prepare for upcoming hearings.	1.10
08/22/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning [REDACTED].	0.60
08/23/23	Jordan Chavez	Correspond with BlockFi regarding August 30 hearing.	0.20
08/23/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning [REDACTED].	0.80
08/24/23	Jordan Chavez	Assist with preparation of matters summary for upcoming hearings.	0.30
08/28/23	Jordan Chavez	Prepare for August 30 hearing (.6); correspond with BlockFi regarding same (.3); review and revise agenda for August 30 hearing (.2); correspond with BlockFi regarding same (.2); analyze issues regarding pre- and post-confirmation hearing timeline revisions (.2).	1.50

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Billing Attorney: Alexander Grishman

September 29, 2023
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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/28/23	Matt Ferris	Prepare for August 30 hearing.	0.60
08/28/23	Kimberly Morzak	Draft agenda for August 30 hearing.	0.70
08/29/23	Jordan Chavez	Review and revise agenda for August 30 hearing (.2); prepare same for filing (.1); prepare board materials and Kroll data summary regarding August 30 hearing (.6).	0.90
08/29/23	Matt Ferris	Preparations for August 30 hearing.	0.50
08/29/23	Kimberly Morzak	Finalize agenda for August 30 hearing.	0.30
08/30/23	Jordan Chavez	Prepare for August 30 hearing (2.0); present at and attend August 30 hearing (2.2); review updated agreed JPL intervention order (.1); correspond with DOJ, Committee, Chambers, and Mr. Sirota regarding same (.1).	4.40
08/30/23	Matt Ferris	Attend (via zoom) August 30 hearing on various matters.	2.20
08/30/23	Brad Foster	Attend hearing on Cameron Wyatt's motion for relief from stay (.7); prepare detailed notes regarding hearing (.5); analysis of follow-up issues regarding same (.2).	1.40
08/30/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams, BlockFi Board members, counsel for Bermuda JPLs, counsel for UCC and DOJ (Seth Shapiro) concerning resolution of matters calendared for hearing on 8/30 and related proceedings.	0.80
08/30/23	Kimberly Morzak	Communications with court reporter to obtain transcript of August 30 hearing.	0.10
08/30/23	Lauren Sisson	Participate in virtual court hearing on various matters.	2.20
08/31/23	Kimberly Morzak	Review and circulate August 30 hearing transcript.	0.20

Chargeable Hours 44.20

Total Fees	\$41,303.50
Adjustment (15% Discount)	\$ (6,195.53)
Total Adjusted Fees	\$35,107.97

Invoice Number: 21610566
Matter Name: Hearings and Court Matters
Client/Matter Number: 0063320.00017
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September 29, 2023
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Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Alexander Grishman	1.80	\$1,075.00	\$1,935.00
Brad Foster	2.10	\$1,100.00	\$2,310.00
Eli Columbus	1.50	\$1,050.00	\$1,575.00
Matt Ferris	4.40	\$1,000.00	\$4,400.00
Matthew Frankle	0.80	\$1,150.00	\$920.00
Richard D. Anigian	0.80	\$1,200.00	\$960.00
Richard Kanowitz	8.40	\$1,400.00	\$11,760.00
Jordan Chavez	15.50	\$775.00	\$12,012.50
Lauren Sisson	4.10	\$710.00	\$2,911.00
Kimberly Morzak	4.80	\$525.00	\$2,520.00
Total Professional Summary			\$41,303.50

Total Fees, Expenses and Charges

\$35,107.97

Total Amount Due

USD \$35,107.97

HAYNES BOONE

Invoice Number: 21610567
Invoice Date: September 29, 2023
Matter Name: BlockFi Client Issues
Client/Matter Number: 0063320.00018
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through August 31, 2023

Total Fees	\$270.00
Adjustment (15% Discount)	\$ (40.50)
Total Adjusted Fees	\$229.50
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$229.50
Total Invoice Balance Due	USD \$229.50

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

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WIRE PAYMENT INSTRUCTIONS

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Invoice Number: 21610567
Matter Name: BlockFi Client Issues
Client/Matter Number: 0063320.00018
Billing Attorney: Alexander Grishman

September 29, 2023
Page 2 of 2

For Professional Services Through August 31, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/24/23	David Staab	Review requests received from certain BlockFi clients (.1); analyze procedures for resolving the same (.2).	0.30

Chargeable Hours 0.30

Total Fees \$270.00

Adjustment (15% Discount) \$ (40.50)

Total Adjusted Fees \$229.50

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
David Staab	0.30	\$900.00	\$270.00
Total Professional Summary			\$270.00

Total Fees, Expenses and Charges \$229.50

Total Amount Due USD \$229.50

HAYNES BOONE

Invoice Number: 21610568
Invoice Date: September 29, 2023
Matter Name: Insurance & Surety Matters
Client/Matter Number: 0063320.00019
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through August 31, 2023

Total Fees	\$3,070.00
Adjustment (15% Discount)	\$ (460.50)
Total Adjusted Fees	\$2,609.50
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$2,609.50
Total Invoice Balance Due	USD \$2,609.50

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**
SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S
Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21610568** • Client Number **0063320.00019** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21610568
Matter Name: Insurance & Surety Matters
Client/Matter Number: 0063320.00019
Billing Attorney: Alexander Grishman

September 29, 2023
Page 2 of 2

For Professional Services Through August 31, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/07/23	Richard Kanowitz	Review and respond to emails to/from counsel to D&Os concerning [REDACTED]	0.40
08/07/23	Leslie C. Thorne	Analyze loss run and other insurance issues.	0.20
08/08/23	Richard Kanowitz	Review and respond to emails to/from counsel to D&Os concerning [REDACTED]	0.20
08/15/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning [REDACTED].	0.60
08/15/23	Leslie C. Thorne	Review notice of expiration of policy (.1); review Run-Off Endorsement (.1); correspond with client regarding same (.1).	0.30
08/25/23	Richard Kanowitz	Review and analyze pleading by certain officers to join CEO/COO motion to lift stay to access insurance policy proceeds.	0.60

Chargeable Hours 2.30

Total Fees	\$3,070.00
Adjustment (15% Discount)	\$ (460.50)
Total Adjusted Fees	\$2,609.50

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Leslie C. Thorne	0.50	\$1,100.00	\$550.00
Richard Kanowitz	1.80	\$1,400.00	<u>\$2,520.00</u>
Total Professional Summary			\$3,070.00

Total Fees, Expenses and Charges	\$2,609.50
Total Amount Due	USD \$2,609.50

HAYNES BOONE

Invoice Number: 21610569
Invoice Date: September 29, 2023
Matter Name: SOFAs and Schedules
Client/Matter Number: 0063320.00020
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through August 31, 2023

Total Fees	\$497.00
Adjustment (15% Discount)	\$ (74.55)
Total Adjusted Fees	\$422.45
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$422.45
Total Invoice Balance Due	USD \$422.45

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**
SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S
Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21610569** • Client Number **0063320.00020** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21610569
Matter Name: SOFAs and Schedules
Client/Matter Number: 0063320.00020
Billing Attorney: Alexander Grishman

September 29, 2023
Page 2 of 2

For Professional Services Through August 31, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/28/23	Lauren Sisson	Correspond with client regarding schedule correction of duplicate entries for loan counter-parties (.3); review current schedules regarding same (.4).	0.70

Chargeable Hours 0.70

Total Fees \$497.00

Adjustment (15% Discount) \$ (74.55)

Total Adjusted Fees \$422.45

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Lauren Sisson	0.70	\$710.00	\$497.00
Total Professional Summary			\$497.00

Total Fees, Expenses and Charges \$422.45

Total Amount Due USD \$422.45

HAYNES BOONE

Invoice Number: 21610570
Invoice Date: September 29, 2023
Matter Name: Emergent Proceedings
Client/Matter Number: 0063320.00021
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through August 31, 2023

Total Fees	\$9,627.50
Adjustment (15% Discount)	\$ (1,444.13)
Total Adjusted Fees	\$8,183.37
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$8,183.37
Total Invoice Balance Due	USD \$8,183.37

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**
SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S
Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21610570** • Client Number **0063320.00021** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21610570
Matter Name: Emergent Proceedings
Client/Matter Number: 0063320.00021
Billing Attorney: Alexander Grishman

September 29, 2023
Page 2 of 3

For Professional Services Through August 31, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/07/23	Brian Singleterry	Review and analyze production from Emergent stipulation (1.1); prepare time lines and summaries (1.4).	2.50
08/09/23	Richard D. Anigian	Analyze issues relating to amending Emergent adversary complaint (.4); review Bermuda JPL's motion to intervene (.3).	0.70
08/09/23	Brian Singleterry	Review amended complaint (.1); analyze procedure for filing (.1).	0.20
08/14/23	Richard Kanowitz	Review and analyze motion filed by DOJ concerning potential sale of seized assets.	1.40
08/14/23	Richard Kanowitz	Prepare for and conduct conference call with BlockFi legal team concerning [REDACTED]	0.40
08/22/23	Richard D. Anigian	Strategize regarding upcoming status conference (.2); analyze issues regarding stay stipulation (.1).	0.30
08/22/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal team concerning [REDACTED]	0.40
08/22/23	Kenneth J. Rusinko	Review Court website and docket and confer with team regarding hearing scheduled for 8-22-23 (.2); review notice regarding hearing to be held on 8-30-23 and advise team (.1).	0.30
08/22/23	Brian Singleterry	Review and analysis of Emergent's claimed defenses.	0.40
08/25/23	DiAnna Gaeta	Download documents and work with ALS case team to load to production database.	1.00
08/25/23	Richard Kanowitz	Review production by FTX of relevant materials in connection with standstill stipulation for Robinhood shares.	0.90
08/25/23	Brian Singleterry	Review and analyze new production from FTX.	0.40
08/28/23	Richard D. Anigian	Analyze issues regarding scope of stay of proceedings.	0.20
08/29/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal team concerning [REDACTED]	0.30
08/31/23	Richard D. Anigian	Review orders regarding sale of assets approved by Court in SDNY.	0.20

Invoice Number: 21610570
Matter Name: Emergent Proceedings
Client/Matter Number: 0063320.00021
Billing Attorney: Alexander Grishman

September 29, 2023
Page 3 of 3

Chargeable Hours 9.60

Total Fees	\$9,627.50
Adjustment (15% Discount)	\$ (1,444.13)
Total Adjusted Fees	\$8,183.37

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Richard D. Anigian	1.40	\$1,200.00	\$1,680.00
Richard Kanowitz	3.40	\$1,400.00	\$4,760.00
Brian Singleterry	3.50	\$730.00	\$2,555.00
DiAnna Gaeta	1.00	\$475.00	\$475.00
Kenneth J. Rusinko	0.30	\$525.00	\$157.50
Total Professional Summary			\$9,627.50

Total Fees, Expenses and Charges	\$8,183.37
Total Amount Due	USD \$8,183.37

HAYNES BOONE

Invoice Number: 21610571
Invoice Date: September 29, 2023
Matter Name: Tax Matters
Client/Matter Number: 0063320.00022
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through August 31, 2023

Total Fees	\$219.00
Adjustment (15% Discount)	\$(32.85)
Total Adjusted Fees	\$186.15
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$186.15
Total Invoice Balance Due	USD \$186.15

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**
SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S
Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21610571** • Client Number **0063320.00022** • Attorney **Alexander Grishman**

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Invoice Number: 21610571
Matter Name: Tax Matters
Client/Matter Number: 0063320.00022
Billing Attorney: Alexander Grishman

September 29, 2023
Page 2 of 2

For Professional Services Through August 31, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/04/23	Tom Zavala	Correspond with BlockFi team regarding [REDACTED].	0.10
08/28/23	Tom Zavala	Correspond with BlockFi legal team regarding [REDACTED].	0.20

Chargeable Hours 0.30

Total Fees \$219.00

Adjustment (15% Discount) \$ (32.85)

Total Adjusted Fees \$186.15

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Tom Zavala	0.30	\$730.00	\$219.00
Total Professional Summary			\$219.00

Total Fees, Expenses and Charges \$186.15

Total Amount Due USD \$186.15

HAYNES BOONE

Invoice Number: 21610572
Invoice Date: September 29, 2023
Matter Name: FTX/Alameda Proceedings
Client/Matter Number: 0063320.00023
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through August 31, 2023

Total Fees	\$181,414.50
Adjustment (15% Discount)	\$ (27,212.18)
Total Adjusted Fees	\$154,202.32
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$154,202.32
Total Invoice Balance Due	USD \$154,202.32

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**
SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S
Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21610572** • Client Number **0063320.00023** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21610572
Matter Name: FTX/Alameda Proceedings
Client/Matter Number: 0063320.00023
Billing Attorney: Alexander Grishman

September 29, 2023
Page 2 of 10

For Professional Services Through August 31, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/01/23	Richard D. Anigian	Analyze FTX plan term sheet and response of UCC to same (.7); communication with BlockFi financial team [REDACTED] (.2).	0.90
08/01/23	Matthew Frankle	Review of FTX draft Plan.	0.50
08/01/23	Matthew Frankle	Review of customer Proof of Claim and revisions thereto.	0.60
08/01/23	Alexander Grishman	Start review of FTX plan, in particular, treatment of BlockFi's secured claims and inter-company loans made to Alameda.	1.30
08/01/23	Richard Kanowitz	Review and respond to emails to/from BRG and BlockFi legal and financial teams concerning [REDACTED]	0.60
08/01/23	Richard Kanowitz	Review and analyze Plan of Reorganization, term sheet, UCC statement, pleadings, motions and notices filed in FTX bankruptcy case which impact and/or prejudice BlockFi's liens, claims and encumbrances against FTX debtors.	2.40
08/01/23	Richard Kanowitz	Review and analyze Moelis analysis of FTX debtors' Plan of Reorganization which impacts and/or prejudices BlockFi's liens, claims and encumbrances against FTX debtors.	1.20
08/01/23	J. Frasher Murphy	Analysis of procedural issues and strategy in connection with estimation proceeding and claim objection (.5); initial review of FTX plan (.6); analysis of FTX plan issues impacting estimation proceedings and claim objection (.6).	1.70
08/01/23	Tom Zavala	Review FTX chapter 11 plan to evaluate impact on BlockFi claims and FTX claim estimation (1.0); compare FTX claim and BlockFi claim values (.2); review and revise motion to estimate FTX claims to address UCC's comments (3.4).	4.60
08/02/23	Jordan Chavez	Review and revise estimation motion and supporting declaration (.7); correspond with committee counsel and BRG regarding same (.3).	1.00
08/02/23	Richard Kanowitz	Review and respond to emails to/from BRG, UCC counsel and BlockFi legal and financial teams concerning BlockFi motion to estimate FTX debtors' claims against by BlockFi.	0.20
08/02/23	Richard Kanowitz	Review, analyze and edit revised motion by BlockFi to estimate FTX debtors claims against BlockFi.	0.80

Invoice Number: 21610572
Matter Name: FTX/Alameda Proceedings
Client/Matter Number: 0063320.00023
Billing Attorney: Alexander Grishman

September 29, 2023
Page 3 of 10

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/02/23	J. Frasher Murphy	Review and analyze revised draft of motion to estimate FTX claims (.6); review revised draft of Renzi declaration in support of same (.5).	1.10
08/02/23	Tom Zavala	Draft and revise declaration of Mark Renzi in support of FTX claims estimation (1.0); draft and revise motion to estimate FTX claims to incorporate amended plan provisions and issues related to FTX plan (1.6).	2.60
08/03/23	Jordan Chavez	Review and revise estimation motion and declaration (1.3); correspond with BlockFi, BRG, and committee counsel regarding same (.3).	1.60
08/03/23	Alexander Grishman	Finish review of FTX draft Chapter 11 plan and summary term sheet.	1.60
08/03/23	Richard Kanowitz	Review, analyze and edit revised declaration in support of BlockFi motion to estimate FTX debtors' claims against BlockFi.	0.90
08/03/23	Richard Kanowitz	Prepare for and conduct conference calls with COO and M3 (Mo Meghji and Matt Manning) concerning claims asserted by FTX debtors against BlockFi and related issues.	1.20
08/03/23	J. Frasher Murphy	Analysis and strategy development regarding timing and procedural issues related to estimation motion, claim objection, and confirmation (.6); review and comment on Renzi Declaration in support of estimation motion (.5); review and comment on revised draft of estimation motion (.6); review further comments and edits to same from BRG (.2).	1.90
08/03/23	Lauren Sisson	Review and revise claims estimation and objection pleadings.	0.60
08/03/23	Tom Zavala	Review FTX proofs of claim (.2); draft omnibus objection to FTX proofs of claim (2.8).	3.00
08/03/23	Tom Zavala	Revise FTX estimation motion to make conforming changes and refine arguments (2.9); correspond with BlockFi legal team regarding same (.1).	3.00
08/04/23	Jordan Chavez	Review and revise estimation motion and declaration (.9); correspond with BlockFi, BRG, and committee counsel regarding same (.3).	1.20
08/04/23	Matthew Frankle	Analysis of draws from FTX line of credit.	0.20
08/04/23	Richard Kanowitz	Review and analyze comments from BlockFi legal and financial teams to [REDACTED]	0.80
08/04/23	Tom Zavala	Review BlockFi legal team's comments to [REDACTED] (.5); revise FTX estimation motion and related declaration to address comments from BlockFi legal team (2.6).	3.10
08/07/23	Richard D. Anigian	Review draft customer proof of claim.	0.50
08/07/23	Matthew Frankle	Call with BRG on FTX claim.	0.40

Invoice Number: 21610572
Matter Name: FTX/Alameda Proceedings
Client/Matter Number: 0063320.00023
Billing Attorney: Alexander Grishman

September 29, 2023
Page 4 of 10

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/07/23	Alexander Grishman	Review updated filings in FTX regarding Chapter 11 Plan and treatment of Alameda as a customer of FTX US.	1.30
08/07/23	J. Frasher Murphy	Strategy development regarding timing of motion to estimate claims.	0.30
08/07/23	Tom Zavala	Draft objection to FTX claims (2.1); review evidence and case law (1.0).	3.10
08/07/23	Tom Zavala	Review FTX customer claim (.3); correspond with BlockFi legal and financial teams regarding same (.3); file FTX customer proof of claim (.7).	1.30
08/08/23	Richard Kanowitz	Review and analyze motions and pleading filed by FTX debtors impacting and/or prejudicing BlockFi liens, claims and interests against FTX debtors.	0.70
08/08/23	Brian Singleterry	Prepare time line of facts in FTX proceedings.	0.30
08/08/23	Tom Zavala	Draft objection to FTX claims.	0.60
08/09/23	Richard D. Anigian	Review response to UCC's statement regarding plan term sheet (.4); analyze pleadings and filings as related to BlockFi claims, defenses and interests (1.2).	1.60
08/09/23	Richard Kanowitz	Review, analyze and edit revised pleadings in support of BlockFi motion to estimate FTX debtors' claims against BlockFi.	0.70
08/09/23	J. Frasher Murphy	Review and analysis of updated pleadings regarding estimation of FTX claims.	0.50
08/09/23	J. Frasher Murphy	Review and analysis of pleadings regarding BlockFi's claims and defenses.	0.50
08/09/23	Tom Zavala	Draft objection to FTX claims (2.9); review evidence supporting same (1.0).	3.90
08/10/23	Richard D. Anigian	Complete analysis of FTX v. SBF adversary complaint (1.3); analyze impact on BlockFi claims (.6).	1.90
08/10/23	Richard Kanowitz	Review and revise claim objection to FTX debtors' proofs of claim filed against BlockFi.	1.60
08/10/23	J. Frasher Murphy	Review and analysis of open issues in connection with estimation motion and objection to FTX claims.	0.60
08/10/23	Tom Zavala	Review relevant pleadings regarding FTX claims (.5); draft objection to FTX claims (.8).	1.30
08/11/23	Richard D. Anigian	Analysis of claims and defenses to FTX claims.	0.60
08/11/23	Jordan Chavez	Review and finalize estimation motion.	0.60

Invoice Number: 21610572
Matter Name: FTX/Alameda Proceedings
Client/Matter Number: 0063320.00023
Billing Attorney: Alexander Grishman

September 29, 2023
Page 5 of 10

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/11/23	Richard Kanowitz	Review and respond to emails to/from Bermuda JPLs, Walkers and BlockFi legal team concerning [REDACTED] [REDACTED]	0.40
08/11/23	Richard Kanowitz	Prepare outline of legal arguments supporting BlockFi objections to FTX debtors proof of claims.	0.80
08/11/23	Richard Kanowitz	Review and analyze motions and pleadings filed by FTX debtors impacting and/or prejudicing BlockFi liens, claims and interests against FTX debtors.	0.60
08/11/23	J. Frasher Murphy	Review and analyze final draft of motion to estimate FTX claims.	0.50
08/11/23	Kenneth J. Rusinko	Review Motion to Estimate Claims of FTX, circulate and advise team of deadlines.	0.30
08/11/23	Lauren Sisson	Analyze issues regarding FTX claim estimation (1.6); prepare estimation motion and exhibits/declaration for filing (.3).	1.90
08/12/23	Tom Zavala	Analyze and review FTX claims, pleadings and evidence regarding same (1.5); continue drafting objection to FTX Claims (5.1).	6.60
08/13/23	Tom Zavala	Review and analyze relevant pleadings in FTX and BlockFi related to FTX claims (1.1); review and analyze evidence in support of disallowing FTX's claims (2.0); revise objection to FTX Claims to incorporate additional facts and legal arguments (7.0).	10.10
08/14/23	Richard D. Anigian	Draft revisions to omnibus objections to FTX claims.	2.40
08/14/23	Brian Singleterry	Review and analyze objection to FTX/Alameda POC.	0.80
08/14/23	Tom Zavala	Review and revise omnibus objection to FTX claims (5.2); discuss same with BlockFi legal teams (.8).	6.00
08/15/23	Richard D. Anigian	Extensive drafting and revisions to omnibus objections to FTX claims.	5.80
08/15/23	Richard Kanowitz	Prepare for meet and confer with FTX debtors on estimation motion and scheduling contested proceedings of same.	0.90
08/15/23	Tom Zavala	Communicate with BlockFi legal team regarding [REDACTED] [REDACTED] (.5); review and analyze evidence in support of objection to FTX claims (2.0); draft and revise objection to FTX claims to address comments from BlockFi legal team (5.1).	7.60
08/16/23	Richard D. Anigian	Draft revisions and inserts to FTX Omnibus objection, supporting declaration and evidence (3.3); multiple communications with BlockFi legal team [REDACTED] (.2).	3.50
08/16/23	Richard Kanowitz	Revise objection to FTX debtors' proofs of claim filed against BlockFi.	0.90
08/16/23	Brian Singleterry	Investigate facts in support of FTX claim objection.	0.20

Invoice Number: 21610572
Matter Name: FTX/Alameda Proceedings
Client/Matter Number: 0063320.00023
Billing Attorney: Alexander Grishman

September 29, 2023
Page 6 of 10

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/16/23	Lauren Sisson	Review and analyze 9019 filing on settlement between FTX and Genesis.	0.60
08/16/23	Lauren Sisson	Analyze issues regarding FTX objection to claim, exhibits and certification.	0.70
08/16/23	Tom Zavala	Review FTX pleadings and other evidence related to claim objection (1.0); draft and revise objection to FTX claims to address comments from BlockFi legal team (3.5).	4.50
08/17/23	Richard D. Anigian	Analyze potential exhibits to objections to FTX claims (1.4); review UCC's joinder in estimation motion (.2); analysis and strategy development regarding claims objections (1.8); communications with client [REDACTED] (.2).	3.60
08/17/23	Richard D. Anigian	Analyze pleadings regarding proposed 9019 settlement as relevant to BlockFi claims and defenses.	0.90
08/17/23	Jordan Chavez	Correspond with FTX counsel regarding estimation motion and claim objection (.3); correspond with BlockFi regarding [REDACTED] (.3); review and analyze committee joinder to estimation motion (.2).	0.80
08/17/23	Matthew Frankle	Preparation of backup documentation for FTX objection.	0.70
08/17/23	Richard Kanowitz	Prepare for and conduct conference call with counsel to FTX debtors and BlockFi legal team concerning BlockFi motion to estimate FTX debtors claims	0.60
08/17/23	Richard Kanowitz	Review and analyze motions and pleading filed by FTX debtors and other parties in interest impacting and/or prejudicing BlockFi liens, claims and interests against FTX debtors.	1.20
08/17/23	Richard Kanowitz	Review, analyze and edit revised draft of BlockFi's claim objection to FTX debtors' proofs of claim filed against BlockFi	1.30
08/17/23	J. Frasher Murphy	Review and analyze draft objection to FTX claims (.7); review UCC joinder to motion to estimate FTX claims (.2).	0.90
08/17/23	Brian Singleterry	Analyze evidence in support of claim objections (1.3); edit claim objection (1.4).	2.70
08/17/23	Lauren Sisson	Review all FTX proofs of claim (.3); prepare schedule of FTX claims for objections to same (.2).	0.50
08/17/23	Lauren Sisson	Review and revise objection to FTX claims.	2.30
08/17/23	Tom Zavala	Review and revise objection to FTX claims (1.2); correspond with BlockFi legal team [REDACTED] (.3).	1.50
08/18/23	Richard D. Anigian	Review comments from BlockFi legal team [REDACTED] (1.2); continue preparing revisions and inserts to objection and supporting evidence (2.2).	3.40

Invoice Number: 21610572
Matter Name: FTX/Alameda Proceedings
Client/Matter Number: 0063320.00023
Billing Attorney: Alexander Grishman

September 29, 2023
Page 7 of 10

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/18/23	Richard Kanowitz	Review and analyze motions and pleading filed by FTX debtors and other parties in interest impacting and/or prejudicing BlockFi liens, claims and interests against FTX debtors.	1.60
08/18/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams to [REDACTED]	1.60
08/18/23	Richard Kanowitz	Prepare for and conduct conference call with CEO concerning [REDACTED]	0.40
08/18/23	Richard Kanowitz	Prepare for and conduct conference call with UCC counsel concerning FTX claims estimation motion and related matters.	0.60
08/18/23	J. Frasher Murphy	Review pleadings filed by FTX debtors affecting claims and interests of BlockFi (.6); analysis and strategy development regarding same (.5).	1.10
08/18/23	Brian Singleterry	Research, prepare, and edit objection to FTX/Alameda POC.	2.90
08/18/23	Lauren Sisson	Correspondence with client on certifications for FTX and additional information/documents needed.	0.50
08/18/23	Lauren Sisson	Analysis of open issues regarding draft of FTX objection (.6); review and analyze comments/edits from client on same (.8).	1.40
08/18/23	Lauren Sisson	Prepare for and participate in call with UCC on FTX related matters.	0.50
08/19/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal team concerning [REDACTED]	0.60
08/19/23	Richard Kanowitz	Review, analyze and edit revised draft of BlockFi's claim objection to FTX debtors' proofs of claim filed against BlockFi.	1.40
08/19/23	Brian Singleterry	Research, prepare, and edit objections to FTX/Alameda document production.	2.50
08/20/23	Richard Kanowitz	Review, analyze and edit revised draft of BlockFi's claim objection to FTX debtors' proofs of claim filed against BlockFi.	0.80
08/20/23	Brian Singleterry	Incorporate edits into FTX claim objection and compile exhibits to objection.	2.80
08/20/23	Lauren Sisson	Correspondence with client on certification to FTX claim objection.	0.10
08/20/23	Lauren Sisson	Review and update draft of FTX claim objection and exhibits.	2.30
08/21/23	Richard D. Anigian	Work on finalizing objection to FTX claims.	0.30
08/21/23	Jordan Chavez	Review and revise FTX claim objection and exhibits.	2.00

Invoice Number: 21610572
Matter Name: FTX/Alameda Proceedings
Client/Matter Number: 0063320.00023
Billing Attorney: Alexander Grishman

September 29, 2023
Page 8 of 10

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/21/23	Alexander Grishman	Review of final draft of FTX claims objection.	0.50
08/21/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams, Walkers and Bermuda JPLs concerning [REDACTED]	0.90
08/21/23	J. Frasher Murphy	Review final version of claim objection.	0.30
08/21/23	Brian Singleterry	Edit and finalize objection and exhibits for filing.	0.60
08/21/23	Lauren Sisson	Further correspondence with Kroll on service of FTX objection.	0.20
08/21/23	Lauren Sisson	Final review and preparation of notice, objection, certification, proposed order, schedule, and exhibits to FTX claim for filing (2.5); communications with Kroll and local counsel regarding filing and service (.2).	2.70
08/22/23	Richard Kanowitz	Prepare BlockFi's discovery demands to FTX in connection with BlockFi's objections to proofs of claim filed by the FTX debtors.	0.40
08/22/23	Brian Singleterry	Prepare discovery requests to FTX/Alameda.	1.10
08/23/23	Richard Kanowitz	Review and analyze pleadings and motions filed by FTX debtors and other parties in interest impacting and/or prejudicing BlockFi's liens, claims and interests against FTX debtors	0.80
08/23/23	Brian Singleterry	Review and analyze FTX filing in FTX bankruptcy for background facts.	0.20
08/23/23	Lauren Sisson	Attend FTX omnibus hearing virtually.	1.50
08/24/23	Richard Kanowitz	Review and analyze presentations, motions and pleadings filed by FTX debtors and other parties in interest impacting and/or prejudicing BlockFi liens, claims and interests against FTX debtors.	0.40
08/25/23	Jordan Chavez	Strategize regarding FTX production requests.	0.20
08/25/23	Richard Kanowitz	Review and analyze pleadings and motions filed by FTX debtors and other parties in interest impacting and/or prejudicing BlockFi's liens, claims and interests against FTX debtors.	0.60
08/25/23	Brian Singleterry	Research and prepare discovery requests to FTX/Alameda, including reviewing all claims, objections, and FTX filings for information.	4.10
08/26/23	Brian Singleterry	Prepare and edit discovery requests to FTX/Alameda.	1.50
08/28/23	Jordan Chavez	Review and revise requests for production (1.0); correspond with BlockFi and debtors' professionals regarding same (.3).	1.30
08/28/23	Richard Kanowitz	Review and analyze notices, motions and pleading filed by FTX debtors and other parties in interest impacting and/or prejudicing BlockFi liens, claims and interests against FTX debtors.	0.70

Invoice Number: 21610572
Matter Name: FTX/Alameda Proceedings
Client/Matter Number: 0063320.00023
Billing Attorney: Alexander Grishman

September 29, 2023
Page 9 of 10

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/28/23	Brian Singleterry	Prepare and edit discovery requests to FTX/Alameda.	2.80
08/28/23	Lauren Sisson	Review and provide edits/comments on request for production of documents to FTX.	1.20
08/28/23	Tom Zavala	Review and revise discovery requests against FTX.	0.80
08/29/23	Richard D. Anigian	Strategy development regarding discovery requests to FTX relating to claim objections and estimation motion.	1.40
08/29/23	Richard Kanowitz	Prepare document demands for FTX debtors in connection with motion and contested proceedings on estimation and objections to proofs of claim.	1.30
08/29/23	Brian Singleterry	Edit and prepare discovery responses to FTX/Alameda.	3.20
08/31/23	Richard D. Anigian	Analysis of discovery issues regarding FTX claims.	0.20
08/31/23	Richard D. Anigian	Review amended schedules and SOFAs of FTX Trading FTX US and Alameda related to BlockFi (.7); strategy development regarding document requests for same (1.2).	1.90
08/31/23	Richard Kanowitz	Review and analyze pleadings and motions filed by FTX debtors and other parties in interest impacting and/or prejudicing BlockFi's liens, claims and interests against FTX debtors.	0.70
08/31/23	J. Frasher Murphy	Analyze pleadings filed in FTX cases relevant to BlockFi's claims and interests.	0.60
08/31/23	Lauren Sisson	Review and analyze FTX/Genesis settlement pleadings.	1.30

Chargeable Hours 193.20

Total Fees	\$181,414.50
Adjustment (15% Discount)	\$ (27,212.18)
Total Adjusted Fees	\$154,202.32

Invoice Number: 21610572
Matter Name: FTX/Alameda Proceedings
Client/Matter Number: 0063320.00023
Billing Attorney: Alexander Grishman

September 29, 2023
Page 10 of 10

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Alexander Grishman	4.70	\$1,075.00	\$5,052.50
J. Frasher Murphy	10.00	\$1,100.00	\$11,000.00
Matthew Frankle	2.40	\$1,150.00	\$2,760.00
Richard D. Anigian	28.90	\$1,200.00	\$34,680.00
Richard Kanowitz	30.60	\$1,400.00	\$42,840.00
Brian Singleterry	25.70	\$730.00	\$18,761.00
Jordan Chavez	8.70	\$775.00	\$6,742.50
Lauren Sisson	18.30	\$710.00	\$12,993.00
Tom Zavala	63.60	\$730.00	\$46,428.00
Kenneth J. Rusinko	0.30	\$525.00	\$157.50
Total Professional Summary			\$181,414.50

Total Fees, Expenses and Charges

\$154,202.32

Total Amount Due

USD \$154,202.32

HAYNES BOONE

Invoice Number: 21610573
Invoice Date: September 29, 2023
Matter Name: International Issues
Client/Matter Number: 0063320.00025
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through August 31, 2023

Total Fees	\$31,522.50
Adjustment (15% Discount)	\$ (4,728.38)
Total Adjusted Fees	\$26,794.12
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$26,794.12
Total Invoice Balance Due	USD \$26,794.12

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**
SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S
Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21610573** • Client Number **0063320.00025** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21610573
Matter Name: International Issues
Client/Matter Number: 0063320.00025
Billing Attorney: Alexander Grishman

September 29, 2023
Page 2 of 4

For Professional Services Through August 31, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/02/23	Richard Kanowitz	Review and analyze Bermuda JPLs, Walkers and Faegre Drinker comments and edits to solicitations and communications to creditors on Plan and Disclosure statement.	0.80
08/03/23	Richard Kanowitz	Prepare for and conduct conference call with Bermuda JPLs, Walkers, BlockFi legal and financial teams concerning [REDACTED]	0.80
08/03/23	J. Frasher Murphy	Prepare for and participate in update call with JPLs (.7); follow-up analysis regarding plan approval issues (.3).	1.00
08/08/23	Richard Kanowitz	Review and respond to emails to/from Bermuda JPLs, Walkers and BlockFi legal and financial teams concerning [REDACTED]	0.80
08/08/23	J. Frasher Murphy	Review and analyze Bermuda JPLs' motion to intervene in UCC adversary proceeding (.4); follow-up analysis and consideration of issues regarding intervention request (.3).	0.70
08/09/23	Richard Kanowitz	Review and analyze Bermuda JPLs motion to intervene in UCC adversary proceeding seeking declaratory relief concerning DOJ enforcement of seizure warrants.	0.70
08/09/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning [REDACTED]	0.30
08/10/23	Richard Kanowitz	Review and respond to emails to/from Bermuda JPLs, Walkers, BlockFi legal and financial teams concerning [REDACTED]	0.40
08/16/23	Richard Kanowitz	Review and analyze proposed protocol between Bermuda JPLs and Wind Down Trustee for post-effective date management of the Wind Down Debtors.	2.30
08/16/23	Richard Kanowitz	Review and respond to emails to/from Walkers and BlockFi legal team concerning [REDACTED]	0.30
08/16/23	J. Frasher Murphy	Begin reviewing draft of cross-border protocols (.6); analysis of claim resolution procedures and related matters (.4); correspondence with Walkers regarding cross-border protocols (.2).	1.20

Invoice Number: 21610573
Matter Name: International Issues
Client/Matter Number: 0063320.00025
Billing Attorney: Alexander Grishman

September 29, 2023
Page 3 of 4

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/18/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal team and Walkers concerning [REDACTED] [REDACTED]	0.60
08/18/23	J. Frasher Murphy	Review and analyze draft Cross-Border Insolvency Protocols (1.6); analysis and considerations regarding post-confirmation Chapter 11 matters and interplay with international proceeding (.4); draft initial revisions to Cross-Border protocols (.9); emails with Walkers regarding comments to protocols (.3).	3.20
08/21/23	Richard Kanowitz	Prepare for and conduct conference call with Walkers and BlockFi legal team concerning [REDACTED] onal as Wind Down Debtor, Wind Down Trustee and Oversight Committee.	0.60
08/21/23	Richard Kanowitz	Review and analyze revised draft of protocol between Bermuda JPLs, Wind Down Debtor, Wind Down Trustee and Oversight Committee concerning BF International proceedings.	0.80
08/21/23	J. Frasher Murphy	Prepare for call with Walkers and BlockFi legal regarding [REDACTED] (.3); participate in call with Walkers and BlockFi legal regarding [REDACTED] (.5); review and analyze UCC comments to Cross-Border protocol (.5); draft further revisions to Cross-Border protocol (.7); correspondence with Walkers and BlockFi legal regarding [REDACTED] (.3).	2.30
08/22/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal team and Walkers concerning [REDACTED] [REDACTED]	0.40
08/24/23	Jordan Chavez	Correspond with JPLs regarding [REDACTED]	0.30
08/24/23	Richard Kanowitz	Prepare for and conduct conference call with Bermuda JPLs concerning [REDACTED]	0.20
08/24/23	Richard Kanowitz	Prepare for and conduct conference calls with Bermuda JPLs and Faegre Drinker concerning status and updates for US and Bermuda proceedings and comments/edits to wind down debtor, wind down trustee, and oversight committee protocol.	0.80
08/24/23	J. Frasher Murphy	Prepare for and participate in call with counsel for JPLs regarding [REDACTED] (.6); review revised [REDACTED] from JPLs' counsel (.4); emails with JPL counsel regarding [REDACTED] (.3).	1.30
08/28/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal team, Walkers and Bermuda JPLs concerning [REDACTED]	0.80

Invoice Number: 21610573
Matter Name: International Issues
Client/Matter Number: 0063320.00025
Billing Attorney: Alexander Grishman

September 29, 2023
Page 4 of 4

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/29/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal team, Walkers and Bermuda JPLs concerning [REDACTED] [REDACTED]	0.80
08/29/23	J. Frasher Murphy	Review and analyze issues regarding withdrawals and inquiries from JPLs (.5); review correspondence between company and JPLs regarding same (.3); review and analyze correspondence with UCC regarding international withdrawals release (.3); review and analysis of issues and proposed order regarding JPLs' motion to intervene in UCC adversary proceeding (.3).	1.40
08/30/23	Richard Kanowitz	Review and respond to emails to/from DOJ (Seth Shapiro), UCC counsel (Shari Dwoskin) and Bermuda JPL counsel concerning consent order granting Bermuda JPL motion to intervene.	0.70
08/30/23	J. Frasher Murphy	Review Order Granting JPL intervention in adversary proceeding (.3); review further revisions to Cross-Border protocol (.5).	0.80
08/31/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams and Bermuda JPLs concerning [REDACTED] [REDACTED]	0.90

Chargeable Hours 25.20

Total Fees	\$31,522.50
Adjustment (15% Discount)	\$ (4,728.38)
Total Adjusted Fees	\$26,794.12

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
J. Frasher Murphy	11.90	\$1,100.00	\$13,090.00
Richard Kanowitz	13.00	\$1,400.00	\$18,200.00
Jordan Chavez	0.30	\$775.00	\$232.50
Total Professional Summary			\$31,522.50

Total Fees, Expenses and Charges	\$26,794.12
Total Amount Due	USD \$26,794.12

HAYNES BOONE

Invoice Number: 21610574
Invoice Date: September 29, 2023
Matter Name: Executory Contracts & Unexpired Leases
Client/Matter Number: 0063320.00026
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through August 31, 2023

Total Fees	\$19,069.00
Adjustment (15% Discount)	\$ (2,860.35)
Total Adjusted Fees	\$16,208.65
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$16,208.65
Total Invoice Balance Due	USD \$16,208.65

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**
SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S
Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21610574** • Client Number **0063320.00026** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21610574
Matter Name: Executory Contracts & Unexpired Leases
Client/Matter Number: 0063320.00026
Billing Attorney: Alexander Grishman

September 29, 2023
Page 2 of 4

For Professional Services Through August 31, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/01/23	Lauren Sisson	Correspondence with client on vendor rejections/communications and plan supplement for assumed contracts (.9); correspondence with vendors on support for proof of claim amounts/priority assertions (1.2); review documentation on same (.4).	2.50
08/02/23	Jordan Chavez	Correspond with BlockFi regarding commercial lease rejection (.2); advise BlockFi regarding rejection damages for executory contracts as opposed to leases (.4).	0.60
08/02/23	Lauren Sisson	Correspondence with vendors on rejection damage claims (.6); correspondence with client on same (.3); analyze additional documentation provided and update summary for client (1.3).	2.20
08/03/23	Richard Kanowitz	Review and respond to emails to/from BlockFi and M3 concerning renewal of contracts and agreements.	0.30
08/03/23	Lauren Sisson	Draft fourth notice of rejection of contracts (.9); prepare same for filing (.2).	1.10
08/04/23	Richard Kanowitz	Review and analyze 4th notice for rejection of executory contracts and leases by BlockFi.	0.40
08/04/23	Lauren Sisson	Participate in negotiations with vendor over rejection damages proof of claim (.6); correspondence with client regarding rejection damage claims analysis and possible objections (.9); correspondence with vendors on claim documentation (.4); review claim documentation (.3).	2.20
08/05/23	Lauren Sisson	Correspondence with client on 4th omnibus executory contract rejection.	0.10
08/07/23	Lauren Sisson	Prepare final draft of 4th omnibus rejection (.4); prepare same for filing (.1).	0.50
08/08/23	Lauren Sisson	Analysis of issues regarding rejection damage claims.	0.90
08/09/23	Lauren Sisson	Correspondence with vendors on documentation for proofs of claim (.6); review and analyze additional documentation from same (.7); correspondence with client on same (.3).	1.60
08/15/23	Lauren Sisson	Correspondence with client on office lease and related contracts for rejection (.6); review contracts for internet vendors (.5); review lease documents for provisions regarding abandonment of items and cleaning fees (.8).	1.90
08/16/23	Jordan Chavez	Correspond with BlockFi regarding paperless lease rejection logistics.	0.20

Invoice Number: 21610574
Matter Name: Executory Contracts & Unexpired Leases
Client/Matter Number: 0063320.00026
Billing Attorney: Alexander Grishman

September 29, 2023
Page 3 of 4

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/16/23	Lauren Sisson	Prepare for and participate in call with client on executory contract counter-party rejection damage claims (.5); review contract documents for next rejection notice (1.2).	1.70
08/22/23	Lauren Sisson	Begin drafting fifth omnibus rejection of lease and contracts and schedule to same.	0.90
08/23/23	Jordan Chavez	Correspond with BlockFi regarding rejection of commercial lease and related issues.	0.40
08/23/23	Lauren Sisson	Analysis of issues regarding fifth omnibus rejection of leases/contracts and schedule to same.	0.70
08/23/23	Lauren Sisson	Correspondence with client, landlord, and counsel for landlord on lease termination issues and access to vacate property (2.6); review sublease agreement for termination provisions (.6).	3.20
08/24/23	Jordan Chavez	Correspond with BlockFi regarding commercial lease rejection and related issues.	0.20
08/24/23	J. Frasher Murphy	Analysis of issues regarding rejection of office lease.	0.40
08/24/23	Lauren Sisson	Correspondence with client and landlord regarding rejection of unexpired lease (.9); analyze possible rejection damage amounts for all counterparties on rejection notice (.9); correspondence with UCC regarding rejection notice (.1).	1.90
08/25/23	J. Frasher Murphy	Review and analysis of issues regarding rejection of contracts and leases.	0.60
08/25/23	Lauren Sisson	Prepare omnibus rejection notice and schedule and submit for filing (.4); correspondence with counsel for landlord and client on same (.6).	1.00

Chargeable Hours 25.50

Total Fees	\$19,069.00
Adjustment (15% Discount)	\$ (2,860.35)
Total Adjusted Fees	\$16,208.65

Invoice Number: 21610574
Matter Name: Executory Contracts & Unexpired Leases
Client/Matter Number: 0063320.00026
Billing Attorney: Alexander Grishman

September 29, 2023
Page 4 of 4

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
J. Frasher Murphy	1.00	\$1,100.00	\$1,100.00
Richard Kanowitz	0.70	\$1,400.00	\$980.00
Jordan Chavez	1.40	\$775.00	\$1,085.00
Lauren Sisson	22.40	\$710.00	<u>\$15,904.00</u>
Total Professional Summary			\$19,069.00

Total Fees, Expenses and Charges **\$16,208.65**

Total Amount Due **USD \$16,208.65**

HAYNES BOONE

Invoice Number: 21610575
Invoice Date: September 29, 2023
Matter Name: Discovery
Client/Matter Number: 0063320.00027
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through August 31, 2023

Total Fees	\$315.00
Adjustment (15% Discount)	\$ (47.25)
Total Adjusted Fees	\$267.75
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$267.75
Total Invoice Balance Due	USD \$267.75

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**
SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S
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NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21610575** • Client Number **0063320.00027** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21610575
Matter Name: Discovery
Client/Matter Number: 0063320.00027
Billing Attorney: Alexander Grishman

September 29, 2023
Page 2 of 2

For Professional Services Through August 31, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/16/23	Kimberly Morzak	Attend to bates labeling [REDACTED] documents for production.	0.60

Chargeable Hours 0.60

Total Fees \$315.00

Adjustment (15% Discount) \$ (47.25)

Total Adjusted Fees \$267.75

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Kimberly Morzak	0.60	\$525.00	\$315.00
Total Professional Summary			\$315.00

Total Fees, Expenses and Charges \$267.75

Total Amount Due USD \$267.75

HAYNES BOONE

Invoice Number: 21610576
Invoice Date: September 29, 2023
Matter Name: Corporate Governance/Securities/Board Matters
Client/Matter Number: 0063320.00028
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through August 31, 2023

Total Fees	\$5,600.00
Adjustment (15% Discount)	\$ (840.00)
Total Adjusted Fees	\$4,760.00
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$4,760.00
Total Invoice Balance Due	USD \$4,760.00

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**
SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S
Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21610576** • Client Number **0063320.00028** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21610576
Matter Name: Corporate Governance/Securities/Board Matters
Client/Matter Number: 0063320.00028
Billing Attorney: Alexander Grishman

September 29, 2023
Page 2 of 3

For Professional Services Through August 31, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/01/23	Richard Kanowitz	Prepare for and conduct conference call with CRO, CEO, COO and BlockFi GC concerning [REDACTED]	0.20
08/02/23	Richard Kanowitz	Prepare for and conduct conference call with CRO, CEO, COO and BlockFi GC concerning [REDACTED]	0.20
08/08/23	Richard Kanowitz	Prepare for and conduct conference call with CRO, CEO, COO and BlockFi GC concerning [REDACTED]	0.20
08/10/23	Richard Kanowitz	Prepare for and conduct conference call with CRO, CEO and BlockFi GC concerning [REDACTED]	0.30
08/15/23	Richard Kanowitz	Prepare for and conduct conference call with CEO, CRO and BlockFi legal and financial teams concerning [REDACTED] [REDACTED]	0.40
08/17/23	Richard Kanowitz	Prepare for and conduct conference call with CEO, CRO, BlockFi legal and financial teams concerning [REDACTED]	0.40
08/22/23	Richard Kanowitz	Prepare for and conduct conference call with CRO, CEO, and BlockFi financial and legal teams concerning [REDACTED] [REDACTED]	0.60
08/24/23	Richard Kanowitz	Prepare for and conduct conference call with CRO, CEO, COO and BlockFi financial and legal teams concerning [REDACTED] [REDACTED]	0.60
08/29/23	Richard Kanowitz	Prepare for and conduct conference call with CRO, CEO, COO and BlockFi financial and legal teams concerning [REDACTED] [REDACTED]	0.40
08/31/23	Richard Kanowitz	Prepare for and conduct conference call with CRO, CEO, COO and BlockFi financial and legal teams concerning [REDACTED] [REDACTED]	0.70

Chargeable Hours 4.00

Total Fees	\$5,600.00
Adjustment (15% Discount)	\$ (840.00)
Total Adjusted Fees	\$4,760.00

Invoice Number: 21610576
Matter Name: Corporate Governance/Securities/Board Matters
Client/Matter Number: 0063320.00028
Billing Attorney: Alexander Grishman

September 29, 2023
Page 3 of 3

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Richard Kanowitz	4.00	\$1,400.00	<u>\$5,600.00</u>
Total Professional Summary			\$5,600.00

Total Fees, Expenses and Charges **\$4,760.00**

Total Amount Due **USD \$4,760.00**

HAYNES BOONE

Invoice Number: 21610577
Invoice Date: September 29, 2023
Matter Name: Reporting
Client/Matter Number: 0063320.00032
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through August 31, 2023

Total Fees	\$5,547.50
Adjustment (15% Discount)	\$ (832.13)
Total Adjusted Fees	\$4,715.37
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$4,715.37
Total Invoice Balance Due	USD \$4,715.37

Haynes and Boone, LLP Tax Identification No: 75-1312888

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Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

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ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**
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Please Reference: Invoice Number **21610577** • Client Number **0063320.00032** • Attorney **Alexander Grishman**

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Invoice Number: 21610577
Matter Name: Reporting
Client/Matter Number: 0063320.00032
Billing Attorney: Alexander Grishman

September 29, 2023
Page 2 of 3

For Professional Services Through August 31, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/08/23	Richard Kanowitz	Review and respond to emails to/from BRG concerning fee statements, budgets and estimates for wind down.	0.60
08/10/23	Jordan Chavez	Discuss reporting requests with BlockFi and committee professionals.	0.50
08/14/23	Alexander Grishman	Analysis of issues regarding workflow and budget requests from the UCC.	0.50
08/16/23	Richard Kanowitz	Review and respond to emails to/from BRG and BlockFi legal team concerning edits and comments to monthly operating reports for July.	0.60
08/21/23	Jordan Chavez	Correspond with BlockFi and debtors' professionals regarding committee reporting (.5); correspond with OCPs regarding quarterly report (.2); review and analyze monthly operating reports (.8)	1.50
08/21/23	Richard Kanowitz	Review and respond to emails to/from BRG, BlockFi legal and financial teams concerning MOR for July and edits/comments thereto.	0.60
08/21/23	J. Frasher Murphy	Review Monthly Operating Reports.	0.50
08/23/23	Jordan Chavez	Prepare workstream and spending report for Committee.	0.30
08/23/23	Kimberly Morzak	Assemble fee data for bi-weekly report to creditors' committee.	0.30

Chargeable Hours 5.40

Total Fees \$5,547.50

Adjustment (15% Discount) \$ (832.13)

Total Adjusted Fees \$4,715.37

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Alexander Grishman	0.50	\$1,075.00	\$537.50
J. Frasher Murphy	0.50	\$1,100.00	\$550.00
Richard Kanowitz	1.80	\$1,400.00	\$2,520.00
Jordan Chavez	2.30	\$775.00	\$1,782.50
Kimberly Morzak	0.30	\$525.00	\$157.50
Total Professional Summary			\$5,547.50

Invoice Number: 21610577
Matter Name: Reporting
Client/Matter Number: 0063320.00032
Billing Attorney: Alexander Grishman

September 29, 2023
Page 3 of 3

Total Fees, Expenses and Charges **\$4,715.37**

Total Amount Due **USD \$4,715.37**

HAYNES BOONE

Invoice Number: 21610579
Invoice Date: September 29, 2023
Matter Name: Communications with Creditors
Client/Matter Number: 0063320.00034
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through August 31, 2023

Total Fees	\$34,745.50
Adjustment (15% Discount)	\$ (5,211.83)
Total Adjusted Fees	\$29,533.67
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$29,533.67
Total Invoice Balance Due	USD \$29,533.67

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**
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Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21610579** • Client Number **0063320.00034** • Attorney **Alexander Grishman**

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Invoice Number: 21610579
Matter Name: Communications with Creditors
Client/Matter Number: 0063320.00034
Billing Attorney: Alexander Grishman

September 29, 2023
Page 2 of 5

For Professional Services Through August 31, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/01/23	Tom Zavala	Return calls from BlockFi clients to answer questions regarding plan, case status and distribution timing.	0.80
08/02/23	Jordan Chavez	Correspond with committee counsel and creditor regarding solicitation and Plan.	0.20
08/02/23	Richard Kanowitz	Review and respond to emails to/from C Street and BlockFi legal and financial teams concerning solicitation and communications to creditors concerning confirmation proceedings.	0.70
08/02/23	Richard Kanowitz	Review and respond to voice mails of creditors seeking assistance with proofs of claim, asset return and related administrative matters.	0.80
08/03/23	Richard Kanowitz	Review and respond to emails to/from Board of Directors, C Street and BlockFi legal and financial teams concerning solicitation and communications to creditors concerning confirmation proceedings.	1.20
08/04/23	Richard Kanowitz	Review and analyze C Street reports on media, press and client communications.	0.80
08/05/23	Lauren Sisson	Review and reply to inquiry from ad hoc wallet holder committee on claim objections.	0.30
08/08/23	Jordan Chavez	Correspond with debtors' professionals and committee counsel regarding SEC settlement.	0.20
08/08/23	Alexander Grishman	Review questions/requests from Brown Rudnick (.3); call with J. Mayers to discuss issues (.3); review files and the terms of the SEC settlement (.7); call with Brown Rudnick to discuss questions (.4).	1.70
08/08/23	Richard Kanowitz	Review and respond to emails to/from Ankura, Kroll, BRG and BlockFi legal and financial teams concerning solicitation and communications to creditors concerning confirmation proceedings.	0.80
08/09/23	Richard Kanowitz	Review and respond to emails and voicemails of creditors concerning general bankruptcy case matters, including confirmation proceedings.	0.40
08/09/23	Lauren Sisson	Correspondence with creditor regarding claim objection inquiry.	0.30
08/11/23	Richard Kanowitz	Review and respond to emails to/from Ankura, Kroll, BRG and BlockFi legal and financial teams concerning solicitation and communications to creditors concerning confirmation proceedings.	0.30
08/11/23	Lauren Sisson	Return creditor inquiry calls.	1.20

Invoice Number: 21610579
Matter Name: Communications with Creditors
Client/Matter Number: 0063320.00034
Billing Attorney: Alexander Grishman

September 29, 2023
Page 3 of 5

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/11/23	Tom Zavala	Correspondence with BlockFi creditor regarding status of case, contents of plan and timing of distributions.	0.10
08/14/23	Richard Kanowitz	Prepare for and conduct conference call with UCC counsel concerning key issues and developments in chapter 11 cases of BlockFi.	0.80
08/14/23	Richard Kanowitz	Review and respond to emails and voicemails of creditors seeking assistance with administrative issues for BlockFi, including return of assets and plan confirmation proceedings.	0.30
08/14/23	Lauren Sisson	Correspondence with creditor on unreturned wire payment and plan provisions on same.	0.30
08/14/23	Lauren Sisson	Participate in call with UCC on pre-confirmation workstreams.	0.50
08/16/23	Richard Kanowitz	Review and respond to emails and voicemails from creditors concerning confirmation proceedings and return of assets.	0.40
08/17/23	Richard Kanowitz	Review and respond to multiple emails and voicemails from creditors concerning return of assets and plan confirmation proceedings	0.90
08/18/23	Richard Kanowitz	Review and respond to emails and voicemails of creditors seeking assistance with administrative issues for BlockFi, including return of assets and plan confirmation proceedings.	0.80
08/18/23	Lauren Sisson	Correspondence with counsel for creditor regarding objection to his claims.	0.60
08/21/23	Richard Kanowitz	Review and respond to several emails and voicemails from creditors concerning confirmation proceedings and return of assets.	1.20
08/21/23	Lauren Sisson	Correspondence with counsel for creditor regarding objection to proofs of claim (.6); correspondence with creditor on inaccurately filed proof of claim and Wallet withdrawal (.4).	1.00
08/22/23	Richard Kanowitz	Review and respond to several emails and voicemails from creditors concerning confirmation proceedings and return of assets.	0.80
08/22/23	Lauren Sisson	Correspondence with creditor on Wallet withdrawal question.	0.20
08/23/23	Richard Kanowitz	Review and respond to multiple emails and voicemails from creditors concerning return of assets and plan confirmation proceedings.	1.20
08/23/23	Lauren Sisson	Correspondence with counsel for creditor on objection to claim and subpoena for document production.	1.40
08/24/23	Richard Kanowitz	Review and respond to several emails and voicemails of creditors seeking assistance with administrative issues for BlockFi, including return of assets and voting/plan confirmation proceedings.	0.90
08/24/23	Lauren Sisson	Correspond with creditors on Wallet and ballot inquiries.	0.60

Invoice Number: 21610579
Matter Name: Communications with Creditors
Client/Matter Number: 0063320.00034
Billing Attorney: Alexander Grishman

September 29, 2023
Page 4 of 5

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/25/23	Richard Kanowitz	Review and respond to several emails and voicemails from creditors concerning confirmation proceedings, voting, ballots and return of assets.	0.90
08/28/23	Lauren Sisson	Correspondence with creditors on ballot and Wallet questions.	0.80
08/28/23	Tom Zavala	Respond to 10 client inquiries regarding notices received, status of wallet transfers, status of BIA distributions and general progress of case.	3.20
08/29/23	Lauren Sisson	Correspond with creditor on loan collateral questions (.4); correspond with creditor on balloting/voting questions (.9).	1.30
08/29/23	Tom Zavala	Respond to four client inquiries regarding status of distributions and wallet issues.	0.70
08/30/23	Richard Kanowitz	Review and respond to several emails and voicemails of creditors seeking assistance with administrative issues for BlockFi, including return of assets and voting/plan confirmation proceedings.	1.20
08/30/23	J. Frasher Murphy	Correspondence with creditors regarding ballots and plan voting logistics.	0.40
08/30/23	Lauren Sisson	Correspond with creditors on loan collateral, ballots, and Wallet questions (.8); send notice of adjournment to opposing counsel for 3 creditors on omnibus claim objection (.2).	1.00
08/31/23	Richard Kanowitz	Review and respond to several emails and voicemails from creditors concerning confirmation proceedings, voting, ballots and return of assets.	0.80
08/31/23	Lauren Sisson	Correspondence with creditors on ballots and scheduled claims.	0.90

Chargeable Hours 32.90

Total Fees \$34,745.50

Adjustment (15% Discount) \$ (5,211.83)

Total Adjusted Fees \$29,533.67

Invoice Number: 21610579
Matter Name: Communications with Creditors
Client/Matter Number: 0063320.00034
Billing Attorney: Alexander Grishman

September 29, 2023
Page 5 of 5

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Alexander Grishman	1.70	\$1,075.00	\$1,827.50
J. Frasher Murphy	0.40	\$1,100.00	\$440.00
Richard Kanowitz	15.20	\$1,400.00	\$21,280.00
Jordan Chavez	0.40	\$775.00	\$310.00
Lauren Sisson	10.40	\$710.00	\$7,384.00
Tom Zavala	4.80	\$730.00	<u>\$3,504.00</u>
Total Professional Summary			\$34,745.50

Total Fees, Expenses and Charges **\$29,533.67**

Total Amount Due **USD \$29,533.67**

HAYNES BOONE

Invoice Number: 21610580
Invoice Date: September 29, 2023
Matter Name: Core Scientific Issues
Client/Matter Number: 0063320.00036
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through August 31, 2023

Total Fees	\$65,355.00
Adjustment (15% Discount)	\$ (9,803.25)
Total Adjusted Fees	\$55,551.75
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$55,551.75
Total Invoice Balance Due	USD \$55,551.75

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

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ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
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ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**
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Please Reference: Invoice Number **21610580** • Client Number **0063320.00036** • Attorney **Alexander Grishman**

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Invoice Number: 21610580
Matter Name: Core Scientific Issues
Client/Matter Number: 0063320.00036
Billing Attorney: Alexander Grishman

September 29, 2023
Page 2 of 7

For Professional Services Through August 31, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/01/23	Matthew Frankle	Review update to Core default interest calculation.	0.20
08/02/23	Matthew Frankle	Correspondence with Core advisors on calculation of default interest.	0.30
08/02/23	J. Frasher Murphy	Review weekly variance report from Core Sci.	0.40
08/03/23	Matt Ferris	Review budget variance reporting (.4); review and consideration of open issues and next steps with respect to plan settlement negotiations (.7); correspond with certain equipment lender advisors regarding same (.5); review and analysis of draft of amended plan and equipment miner schedule (1.3).	2.90
08/03/23	Richard Kanowitz	Review and analyze updated financial information for Core Sci debtor for use in negotiations over Plan treatment for BlockFi liens and claims.	0.80
08/04/23	Matt Ferris	Prepare for and participate in equipment lender update call (.3); follow up calls and emails with certain equipment lender advisors regarding plan settlement matters (.3); further review and analysis of draft amended plan and related documents (.8); review plan mediation update and consideration of next steps regarding same (.3).	1.70
08/04/23	Matthew Frankle	Participate on equipment lender call with Core advisors.	0.30
08/04/23	Matthew Frankle	Review of Core Plan regarding treatment of equipment lender claims.	2.00
08/04/23	Richard Kanowitz	Review and analyze revised Core Sci plan for treatment of BlockFi lender liens and claims.	0.70
08/04/23	J. Frasher Murphy	Prepare for and participate in update call with Debtors (.3); analysis of follow-up issues regarding timing of filings and hearing schedule (.2); emails with client and BRG regarding updated plan and disclosure statement (.3); review and analyze draft of Amended Plan and Exhibit J of Equipment Lender claims (1.0); draft revisions to Exhibit J (.4); analysis and strategy development regarding Plan terms and considerations regarding same (.4); correspondence with Debtors' counsel regarding mediation update (.2).	2.80
08/05/23	Matt Ferris	Review and analysis of Debtors' revised drafts of equipment lender plan term sheets (.6); review initial responsive equipment lender comments to same (.4); correspond with BlockFi and BRG teams regarding revised drafts of plan term sheets (.2).	1.20

Invoice Number: 21610580
Matter Name: Core Scientific Issues
Client/Matter Number: 0063320.00036
Billing Attorney: Alexander Grishman

September 29, 2023
Page 3 of 7

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/06/23	Matt Ferris	Draft comments to responsive mark up of drafts of amended plan, exhibits and term sheets (1.2); review and analysis of equipment lender comments to amended plan and term sheets (.5); follow up correspondence with BlockFi team and equipment lender group regarding same (.3).	2.00
08/06/23	J. Frasher Murphy	Review updated draft of Debtors' exhibits and schedules to Plan (.7); review comments to plan from equipment lenders (.6); strategy and analysis regarding plan treatment, revisions from parties, and form and substance of Exhibit J (.5).	1.80
08/07/23	Matt Ferris	Review and analysis of equipment lender comments to draft amended plan documents (.9); prepare responsive mark up of same (.3); multiple calls and emails with BlockFi and BRG teams regarding same (.6); correspond with Debtors' counsel and equipment lender group regarding same (.3); review and consideration of disclosure statement matters (.2).	2.30
08/07/23	Matt Ferris	Review and analysis of supplemental equipment lender comments to plan documents and Debtors' revised drafts of plan documents.	0.80
08/07/23	Richard Kanowitz	Review and analyze amended Plan for Core Sci debtor and provide comments on treatment of BlockFi mining equipment lender claim.	0.80
08/07/23	Richard Kanowitz	Review and respond to emails to/from Core Sci debtor and counsel to various mining equipment lenders regarding comments to Plan treatment of mining equipment lender claims.	0.60
08/07/23	J. Frasher Murphy	Review further comments to plan and schedules from equipment lenders (.8); draft revision to Exhibit J (.3); review further comments to plan and schedules (.4); emails with Debtors' counsel and equipment lenders regarding Plan and exhibit revisions (.2); call with BRG to discuss plan documents and plan terms (.3); correspondence with counsel for other equipment lenders regarding plan and schedule revisions (.3); review further revisions in connection with same (.3).	2.60
08/07/23	Kenneth J. Rusinko	Review notice about hearing time change with regard to 3D Sphere's Motion for Summary Judgment and notify team.	0.10
08/08/23	Matt Ferris	Review and respond to correspondence from BlockFi team regarding convertible note claim matters.	0.30
08/08/23	Matt Ferris	Review and analysis of filed amended plan, disclosure statement and related documents (1.5); correspond with BlockFi and BRG teams regarding same (.3); review filed equipment lender statements in support of extension of exclusivity (.2).	2.00
08/08/23	J. Frasher Murphy	Review filed version of Amended Chapter 11 Plan (.7); review Disclosure Statement to same (.8); review Schedules and Exhibits to Plan (.5); review proposed statement in support of extension of Core Sci exclusivity (.4).	2.40

Invoice Number: 21610580
Matter Name: Core Scientific Issues
Client/Matter Number: 0063320.00036
Billing Attorney: Alexander Grishman

September 29, 2023
Page 4 of 7

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/08/23	Kenneth J. Rusinko	Review Court Minutes of hearing on 8-7-23, Debtors' Objection to Sphere 3D's Proofs of Claim, and advise team of trial setting on same.	0.30
08/09/23	Matt Ferris	Review and analysis of Debtors' updated DIP budget and weekly budget variance reporting (.7); review correspondence regarding continued disclosure statement hearing and deadlines (.2).	0.90
08/09/23	J. Frasher Murphy	Review updated disclosure statement deadlines and upcoming hearing dates (.3); review weekly variance report from Core Sci (.4).	0.70
08/09/23	Kenneth J. Rusinko	Review correspondence from Weil Gotshal regarding Disclosure Statement Hearing and objection deadline extension and confer with team regarding same.	0.20
08/10/23	Matthew Frankle	Attend equipment lender call with Core advisors.	0.20
08/10/23	J. Frasher Murphy	Prepare for (.1) and participate in equipment lender call with Debtors' professionals (.2).	0.30
08/11/23	Matt Ferris	Review status update correspondence from Debtors' counsel.	0.20
08/11/23	J. Frasher Murphy	Review update from Debtors regarding mediation and plan negotiations.	0.20
08/14/23	Matt Ferris	Review bankruptcy docket and relevant recently filed pleadings (.6); consideration of case status and next steps (.5).	1.10
08/15/23	Richard Kanowitz	Review and analyze amended plan for Core Sci debtor concerning treatment of BlockFi liens and claims.	0.60
08/16/23	Matt Ferris	Correspond with BRG team regarding status and terms of negotiated equipment lender plan treatment (.3); preparation of recovery analysis for consideration by UCC team (.3).	0.60
08/16/23	Matt Ferris	Review and analysis of Debtors' revised drafts of equipment lender plan term sheets (.8); correspond with BlockFi and BRG teams regarding same (.3).	1.10
08/16/23	Matt Ferris	Review and analysis of budget variance reporting.	0.40
08/16/23	Richard Kanowitz	Review and analyze Core Sci debtor proposed New Miner Equipment Lender Debt Term Sheets, along with red-lines against the as-filed versions.	0.70
08/16/23	J. Frasher Murphy	Review revised equipment lender debt term sheets (.6); review Core Sci weekly variance report (.4).	1.00
08/17/23	Matt Ferris	Review and consideration of case status and next steps (.5) correspond with BRG team regarding same and matters related to plan voting (.3); review and comment on draft of recovery analysis (.5).	1.30
08/17/23	J. Frasher Murphy	Participate in equipment lender update call.	0.30

Invoice Number: 21610580
Matter Name: Core Scientific Issues
Client/Matter Number: 0063320.00036
Billing Attorney: Alexander Grishman

September 29, 2023
Page 5 of 7

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/18/23	Matt Ferris	Review correspondence from Debtors' counsel regarding case status update (.2); review Foundry settlement agreement (.4).	0.60
08/18/23	Matt Ferris	Review and comment on draft of recovery analysis (.4); correspond with BRG team regarding same (.3).	0.70
08/18/23	J. Frasher Murphy	Correspondence with Debtors' counsel regarding mediation, negotiations with convertible noteholders, and scheduling of Disclosure Statement hearing.	0.20
08/20/23	Kenneth J. Rusinko	Review email from Weil concerning status of mediation and rescheduling of Disclosure Statement hearing and notify team.	0.20
08/21/23	Matt Ferris	Review and revise updated recovery analysis (1.0); correspond with BRG team regarding same (.4).	1.40
08/22/23	Matt Ferris	Review and comment on further revised draft of recovery analysis (.7); correspond with BRG team regarding same (.3); review and respond to correspondence to/from UCC team regarding same (.3).	1.30
08/22/23	Matt Ferris	Review and analysis of mark up of equipment lender plan term sheets (.5); correspond with BlockFi and UCC teams regarding same (.3).	0.80
08/22/23	J. Frasher Murphy	Review and analyze Core Sci updated recovery analysis (.5); review updated drafts of take back debt term sheet from Barings' counsel (.4); emails with counsel for equipment lenders and UCC professionals regarding same (.3).	1.20
08/23/23	Matt Ferris	Review and respond to correspondence from UCC team regarding Core Sci plan treatment and related matters (.2); review and analysis of further mark up of equipment lender plan term sheet (.5); correspond with equipment lender group regarding same and next steps (.2); correspond with BlockFi and BRG teams regarding same (.4).	1.30
08/23/23	Matt Ferris	Review and analysis of budget variance reporting.	0.40
08/23/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams, and UCC advisor M3 concerning revised Core Sci plan provisions for mining equipment lenders.	0.60
08/23/23	Richard Kanowitz	Review and analyze revised New Miner Equipment Lender Debt Term Sheets between Core Sci and BlockFi and other mining equipment lenders	0.40
08/23/23	Richard Kanowitz	Review and respond to emails to/from counsel to Core Sci debtors and various equipment lenders concerning revised New Miner Equipment Lender Debt Term Sheets between Core Sci and BlockFi and other mining equipment lenders.	0.30
08/23/23	J. Frasher Murphy	Review and analyze further comments from equipment lenders to take back debt term sheets (.5); emails with equipment lender advisors and client regarding same (.3); review Core Sci variance report (.4).	1.20

Invoice Number: 21610580
Matter Name: Core Scientific Issues
Client/Matter Number: 0063320.00036
Billing Attorney: Alexander Grishman

September 29, 2023
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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/24/23	Matt Ferris	Review and analysis of open plan issues, including unresolved take back debt issues (.7); prepare for and participate in conference call with equipment lender group regarding same (.8); review responsive mark up of equipment lender term sheet (.3); review notice of rescheduled DS hearing (.1); participate in equipment lender status update call and attention to follow up matters from same (.6).	2.50
08/24/23	J. Frasher Murphy	Prepare for and participate in equipment lender update call (.4); follow-up analysis regarding Core Sci Plan terms and collateral coverage (.4); analysis of issues regarding take back debt terms (.3).	1.10
08/24/23	Kenneth J. Rusinko	Review Notice relating to disclosure statement hearing and advise team.	0.20
08/25/23	Matt Ferris	Review and analysis of recently filed pleadings (.5); review updated case timeline, and consideration and development of case strategy (.8).	1.30
08/29/23	Matt Ferris	Review and respond to correspondence to/from Debtors' counsel regarding draft pleadings.	0.50
08/29/23	J. Frasher Murphy	Review updated case docket report and recently filed pleadings in Core Chapter 11 cases.	0.40
08/30/23	Matt Ferris	Review and analysis of budget variance reporting (.4); review case docket and relevant recently filed pleadings (.7).	1.10
08/30/23	J. Frasher Murphy	Review Core Sci weekly variance report (.4); review upcoming case deadlines and hearing dates in Core Sci (.4).	0.80
08/31/23	Matt Ferris	Prepare for and participate in equipment lender update call (.5); review and analysis of open issues with respect to plan treatment of equipment lender claims and consideration of next steps with respect to same (.6); prepare and send status update reports to BlockFi, BRG and UCC teams (.5); review and respond to correspondence regarding plan mediation (.3).	1.90
08/31/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams, UCC advisors and counsel for Core Sci debtor concerning status of mediation between Core Sci and term lender group and proposed amended plan for Core Sci debtor.	0.60
08/31/23	J. Frasher Murphy	Prepare for and participate in equipment lender update call (.5); analysis and strategy development regarding take back debt terms (.2); emails with Debtors' advisors regarding mediation and Disclosure Statement (.3).	1.00

Chargeable Hours 61.10

Total Fees \$65,355.00

Adjustment (15% Discount) \$ (9,803.25)

Invoice Number: 21610580
Matter Name: Core Scientific Issues
Client/Matter Number: 0063320.00036
Billing Attorney: Alexander Grishman

September 29, 2023
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Total Adjusted Fees **\$55,551.75**

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
J. Frasher Murphy	18.40	\$1,100.00	\$20,240.00
Matt Ferris	32.60	\$1,000.00	\$32,600.00
Matthew Frankle	3.00	\$1,150.00	\$3,450.00
Richard Kanowitz	6.10	\$1,400.00	\$8,540.00
Kenneth J. Rusinko	1.00	\$525.00	<u>\$525.00</u>
Total Professional Summary			\$65,355.00

Total Fees, Expenses and Charges **\$55,551.75**

Total Amount Due **USD \$55,551.75**

HAYNES BOONE

Invoice Number: 21610581
Invoice Date: September 29, 2023
Matter Name: Class Action Lawsuits
Client/Matter Number: 0063320.00041
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through August 31, 2023

Total Fees	\$71,370.00
Adjustment (15% Discount)	\$ (10,705.50)
Total Adjusted Fees	\$60,664.50
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$60,664.50
Total Invoice Balance Due	USD \$60,664.50

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**
SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S
Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21610581** • Client Number **0063320.00041** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21610581
Matter Name: Class Action Lawsuits
Client/Matter Number: 0063320.00041
Billing Attorney: Alexander Grishman

September 29, 2023
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For Professional Services Through August 31, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/07/23	Brad Foster	Analysis of recent Celsius decision (1.2); email correspondence regarding [REDACTED] (.3).	1.50
08/07/23	Richard Kanowitz	Review and analyze [REDACTED]	0.80
08/10/23	Brad Foster	Review email correspondence from proposed lead plaintiff in Greene/Elas litigation regarding modification of stay order (.3); review Greene/Elas dockets (.3); analysis and consideration of numerous issues regarding potential impact on debtors (1.7).	2.30
08/10/23	Richard Kanowitz	Review and respond to emails to/from counsel to class action law firm seeking relief from injunction for lead plaintiff determination.	0.60
08/11/23	Richard Kanowitz	Review and respond to emails to/from counsel to class action law firm and counsel to D&O's concerning Pomerantz law firm request for relief from injunction for lead plaintiff determination.	0.40
08/14/23	Jordan Chavez	Review and analyze pleadings filed in class action adversary (1.0); correspond with BlockFi and Cole Schotz regarding opposition to same (.6); review and revise opposition to motion to shorten time (.5).	2.10
08/14/23	Brad Foster	Detailed review/analysis of Wyatt motion (1.3); email correspondence regarding debtors' response strategy (.7); draft/revise extensive summary of PSLRA issues and counter-arguments (3.7).	5.70
08/14/23	Aimee M. Furness	Review Motion to modify Injunctive Order filed by Wyatt (.5); legal analysis regarding same (1.2).	1.70
08/14/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal team and counsel for D&O defendants concerning BlockFi's opposition to motion to shorten time and opposition to motion for relief from stay stipulation by proposed lead class action plaintiff.	1.20
08/14/23	Richard Kanowitz	Prepare outline of arguments for BlockFi's opposition to motion to shorten time and opposition to motion for relief from stay stipulation by proposed lead class action plaintiff.	1.60
08/14/23	Richard Kanowitz	Review and analyze motion to shorten time and motion for relief from stay stipulation by proposed lead class action plaintiff.	1.30
08/14/23	Lauren Sisson	Review motion to modify stipulation and application to shorten time (1.1); draft opposition to motion to shorten time (1.2).	2.30

Invoice Number: 21610581
Matter Name: Class Action Lawsuits
Client/Matter Number: 0063320.00041
Billing Attorney: Alexander Grishman

September 29, 2023
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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/15/23	Jordan Chavez	Finalize revisions to opposition to application to shorten in class action adversary.	0.40
08/15/23	Brad Foster	Review debtors' opposition to Wyatt's motion to shorten time for response (.4); email correspondence regarding same (.1).	0.50
08/15/23	Aimee M. Furness	Review and revise Opposition to Application for Order Shortening Time filed by Wyatt. (.3); analyze legal authority regarding same (.4).	0.70
08/15/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams and counsel for D&O's concerning BlockFi opposition to motion to shorten time.	0.90
08/15/23	Richard Kanowitz	Review, analyze and edit BlockFi opposition to motion to shorten time on motion to modify stay stipulation.	1.30
08/15/23	Lauren Sisson	Further edits to opposition to motion to expedite (.5); prepare same for filing (.2).	0.70
08/16/23	Aimee M. Furness	Analyze legal authority regarding issues outlined by Wyatt in request to revise Court's order regarding class action lawsuits.	2.80
08/16/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams and counsel to D&Os concerning court scheduled status conference on motion of class action law firm seeking relief from injunction for lead plaintiff determination.	0.60
08/16/23	Richard Kanowitz	Prepare for court scheduled status conference on motion of class action law firm seeking relief from injunction for lead plaintiff determination.	0.90
08/17/23	Aimee M. Furness	Analyze legal authority related to response to Wyatt's Motion to Modify the Stipulated Protective Order.	3.90
08/17/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams and counsel to D&O's concerning BlockFi's objection to motion of class action law firm seeking relief from injunction for lead plaintiff determination.	0.60
08/17/23	Kimberly Morzak	Calendar objection/response deadlines and hearing on motion to modify stipulated injunctive relief order.	0.30
08/18/23	Brad Foster	Review and comment on draft opposition to Wyatt motion for leave to modify stay (2.1); email correspondence regarding same (.2).	2.30
08/18/23	Aimee M. Furness	Draft, review, and revise opposition to Motion to Modify Stipulated Protective Order.	3.30
08/19/23	Brad Foster	Review revised draft of opposition to Wyatt motion to modify stay (.5); email correspondence regarding Debtors' response brief (.3).	0.80
08/20/23	Aimee M. Furness	Review and revise response to Wyatt's Motion to Revise Stipulation.	0.30

Invoice Number: 21610581
Matter Name: Class Action Lawsuits
Client/Matter Number: 0063320.00041
Billing Attorney: Alexander Grishman

September 29, 2023
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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/20/23	Richard Kanowitz	Review, analyze and edit BlockFi's objection motion of class action law firm seeking relief from injunction for lead plaintiff determination.	0.70
08/20/23	Lauren Sisson	Analyze opposition to motion to modify stipulation staying class action lawsuits.	1.50
08/21/23	Aimee M. Furness	Analyze legal authority regarding standing of purported lead plaintiff.	2.30
08/21/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams and counsel for D&Os concerning BlockFi's objection motion of class action law firm seeking relief from injunction for lead plaintiff determination.	0.70
08/21/23	Richard Kanowitz	Review, analyze and edit revised draft of BlockFi's objection motion of class action law firm seeking relief from injunction for lead plaintiff determination.	0.40
08/22/23	Aimee M. Furness	Review and revise opposition to Wyatt's Motion to Modify Stipulation (1.2); call with D&O counsel regarding issues related to Motion to Modify Stipulation (.4).	1.60
08/22/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams and counsel to D&O's concerning BlockFi opposition to motion of class action law firm seeking relief from injunction for lead plaintiff determination.	0.70
08/22/23	Lauren Sisson	Analysis of issues regarding opposition to motion to modify stipulation (.7); correspondence with client, UCC, and JPLs regarding final draft for review of same (.2); correspondence with client on same (.5).	1.40
08/23/23	Brad Foster	Review debtors' finalized opposition to Cameron Wyatt's motion to modify stay.	0.50
08/28/23	Richard D. Anigian	Review opposition to motion to modify class action stay stipulation.	0.30
08/28/23	Jordan Chavez	Review and analyze Wyatt response in further support of motion to modify stay (.7); strategize response to same for hearing (.3).	1.00
08/28/23	Brad Foster	Analysis of Cameron Wyatt's reply brief in support of motion to modify stay (1.0); analysis of counter-arguments (.5); email correspondence regarding same (.2).	1.70
08/28/23	Aimee M. Furness	Review and analyze Wyatt's reply in support of Motion to Modify Injunctive Relief Order (.7); analyze legal and factual authority regarding same in preparation for hearing (.6).	1.30
08/28/23	Alexander Grishman	Review motion to modify stay and Debtor's opposition to same.	0.70
08/28/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal team and counsel for D&O's concerning reply of Wyatt in support of motion to modify stay stipulation to permit class action lead plaintiff decision to proceed.	0.40

Invoice Number: 21610581
Matter Name: Class Action Lawsuits
Client/Matter Number: 0063320.00041
Billing Attorney: Alexander Grishman

September 29, 2023
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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/28/23	Richard Kanowitz	Review and analyze reply of Wyatt in support of motion to modify stay stipulation to permit class action lead plaintiff decision to proceed.	0.60
08/28/23	Lauren Sisson	Review and analyze response by proposed class plaintiff to opposition to motion.	0.60
08/29/23	Jordan Chavez	Review, analyze, and compare plan terms to citations and references in Wyatt reply.	1.50
08/29/23	Aimee M. Furness	Analysis of Wyatt's Reply in Support of Motion to Modify (1.2); analyze legal authority regarding same (3.5).	4.70
08/30/23	Aimee M. Furness	Analyze legal authority regarding issues identified by Wyatt (1.2); prepare for hearing (.8); participate in hearing (1.0).	3.00

Chargeable Hours 67.40

Total Fees \$71,370.00

Adjustment (15% Discount) \$ (10,705.50)

Total Adjusted Fees \$60,664.50

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Aimee M. Furness	25.60	\$1,000.00	\$25,600.00
Alexander Grishman	0.70	\$1,075.00	\$752.50
Brad Foster	15.30	\$1,100.00	\$16,830.00
Richard D. Anigian	0.30	\$1,200.00	\$360.00
Richard Kanowitz	13.70	\$1,400.00	\$19,180.00
Jordan Chavez	5.00	\$775.00	\$3,875.00
Lauren Sisson	6.50	\$710.00	\$4,615.00
Kimberly Morzak	0.30	\$525.00	\$157.50
Total Professional Summary			\$71,370.00

Total Fees, Expenses and Charges \$60,664.50

Total Amount Due USD \$60,664.50

HAYNES BOONE

Invoice Number: 21610582
Invoice Date: September 29, 2023
Matter Name: Three Arrows Proceedings / Claims
Client/Matter Number: 0063320.00042
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through August 31, 2023

Total Fees	\$107,376.00
Adjustment (15% Discount)	\$ (16,106.40)
Total Adjusted Fees	\$91,269.60
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$91,269.60
Total Invoice Balance Due	USD \$91,269.60

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**
SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S
Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21610582** • Client Number **0063320.00042** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21610582
Matter Name: Three Arrows Proceedings / Claims
Client/Matter Number: 0063320.00042
Billing Attorney: Alexander Grishman

September 29, 2023
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For Professional Services Through August 31, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/01/23	J. Frasher Murphy	Analysis of procedural considerations regarding claim estimation proceeding and claim objection.	0.50
08/02/23	Richard D. Anigian	Review and revise estimation motion regarding claims filed by 3AC (.9); review 3AC motion in connection with estimation motion (.4).	1.30
08/02/23	Jordan Chavez	Review and analyze new pleadings in Three Arrows chapter 15 (1.0); review and revise estimation motion and declaration (1.4); correspond with committee counsel and BRG regarding same (.3).	2.70
08/02/23	Richard Kanowitz	Review and analyze pleadings and motions filed by 3AC JLs in chapter 15 proceedings which impact and/or prejudice BlockFi liens, claims and interests against 3AC.	1.10
08/02/23	Richard Kanowitz	Review and respond to emails to/from BRG, UCC counsel and BlockFi legal and financial teams concerning BlockFi motion to estimate 3AC claims against by BlockFi.	0.30
08/02/23	Richard Kanowitz	Review, analyze and edit revised motion by BlockFi to estimate 3AC claims by BlockFi.	0.70
08/02/23	J. Frasher Murphy	Review and analyze revised draft of motion to estimate 3AC claims (.5); review and analyze revised draft of Renzi declaration in support of same (.5).	1.00
08/02/23	ReNecia Sherald	Review and analyze 3AC estimation motion (1.2); review Third Circuit case law regarding [REDACTED] (2.4).	3.60
08/02/23	Tom Zavala	Review Genesis objection to Three Arrows claim (.8); review section 502 and related rules (.2).	1.00
08/03/23	Richard D. Anigian	Prepare revisions to estimation motion and Renzi's supporting declaration (.8) prepare revisions to objections and responses to 3AC's document requests (.9).	1.70
08/03/23	Jordan Chavez	Review and analyze additional pleadings in Three Arrows chapter 15 (1.0); review, analyze, and revise estimation motion and declaration (1.7); correspond with committee counsel regarding same (.3).	3.00
08/03/23	Aimee M. Furness	Analyze issues related to Three Arrows claims and the objection to its proofs of claim (.7); review and revise responses to 3AC's JPLs' requests for production (.6)	1.30
08/03/23	Richard Kanowitz	Review, analyze and edit revised declaration in support of BlockFi motion to estimate 3AC claims against BlockFi.	0.80

Invoice Number: 21610582
Matter Name: Three Arrows Proceedings / Claims
Client/Matter Number: 0063320.00042
Billing Attorney: Alexander Grishman

September 29, 2023
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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/03/23	Richard Kanowitz	Review, analyze and edit responses and objections to 3AC document demands to BlockFi.	0.70
08/03/23	J. Frasher Murphy	Pursue strategy regarding timing and procedural issues related to estimation motion, claim objection, and confirmation (.6); analyze and comment on Renzi Declaration in support of estimation motion (.5); review and comment on revised draft of estimation motion (.5); review additional comments from BRG regarding same (.2).	1.80
08/03/23	ReNecia Sherald	Draft 3AC claim objection.	2.20
08/04/23	Jordan Chavez	Review and revise estimation motion and declaration (1.6); correspond with BlockFi, committee counsel, and BRG regarding same (.4).	2.00
08/04/23	Richard Kanowitz	Review and analyze comments from BlockFi legal and financial teams to BlockFi motion to estimate 3AC claims against BlockFi.	0.70
08/04/23	ReNecia Sherald	Review and revise 3AC Estimation Motion (1.2); review and analyze Second and Third Circuit authorities regarding [REDACTED] (4.3); further revise claim objection regarding same (2.9).	8.40
08/07/23	Jordan Chavez	Review and revise claim objection (3.0); correspond with debtors' professionals regarding estimation and objection strategy (.4).	3.40
08/07/23	Aimee M. Furness	Address various discovery issues related to 3AC JPLs' requests.	0.60
08/07/23	Richard Kanowitz	Review and analyze pleadings filed by 3AC JPLs impacting and/or prejudicing BlockFi's claims against 3AC.	0.90
08/07/23	J. Frasher Murphy	Strategy development regarding timing of motion to estimate claims.	0.30
08/07/23	ReNecia Sherald	Review and revise Claim Objection.	2.40
08/08/23	Aimee M. Furness	Review further information regarding actions of 3AC's founders for support for objection.	4.10
08/08/23	ReNecia Sherald	Review and revise 3AC Claim Objection (2.0); review and analyze Second and Third Circuit authorities regarding [REDACTED] (2.8).	4.80
08/09/23	Jordan Chavez	Review and revise claim objection.	1.40
08/09/23	Richard Kanowitz	Review, analyze and edit revised pleadings to estimate 3AC claims against BlockFi.	0.40
08/10/23	Jordan Chavez	Review and revise claim objection.	1.30
08/10/23	Richard Kanowitz	Prepare claim objection to 3AC proofs of claim filed against BlockFi.	1.40

Invoice Number: 21610582
Matter Name: Three Arrows Proceedings / Claims
Client/Matter Number: 0063320.00042
Billing Attorney: Alexander Grishman

September 29, 2023
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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/10/23	J. Frasher Murphy	Review and analysis of open issues regarding claim objection and estimation motion for 3AC claims.	0.60
08/10/23	Lauren Sisson	Review Genesis objection to 3AC claims (.3); review docket for response (.1).	0.40
08/11/23	Richard D. Anigian	Analysis of claims and defenses regarding 3AC.	0.60
08/11/23	Jordan Chavez	Review documents for 3AC production (.5); correspond with BlockFi regarding objections and responses to requests for production (.3); review, revise, and finalize estimation motion (1.0).	1.80
08/11/23	Aimee M. Furness	Review and revise response to requests for production from 3AC's JPLs.	1.50
08/11/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning BlockFi objections/responses to discovery demands by 3AC JPLs.	0.30
08/11/23	Richard Kanowitz	Review and respond to emails to/from Bermuda JPLs, Walkers and BlockFi legal team concerning motion to estimate 3AC proof of claims against BlockFi.	0.40
08/11/23	Richard Kanowitz	Review and analyze court decisions and pleadings filed in 3AC proceedings impacting and/or prejudicing BlockFi's liens, claims and interests.	0.80
08/11/23	J. Frasher Murphy	Review and analyze final draft of motion to estimate 3AC claims.	0.40
08/11/23	Kenneth J. Rusinko	Review Motion to Estimate Claims of 3AC, circulate and advise team of deadlines.	0.20
08/11/23	Lauren Sisson	Strategy development regarding 3AC claim estimation (1.6); prepare motion and exhibits/declaration for filing (.3).	1.90
08/11/23	Lauren Sisson	Analysis of issues regarding 3AC claims objection.	3.20
08/11/23	Patti Zerwas	Download documents from Box to load to Xera in preparation for production.	0.60
08/13/23	Jordan Chavez	Review and revise claim objection.	1.40
08/14/23	Richard D. Anigian	Review information regarding discovery to Lyle Davis of 3AC (.2); analyze issues regarding [REDACTED] (.5).	0.70
08/14/23	Jordan Chavez	Correspond with BlockFi and Committee counsel regarding discovery requests, responses, and claim objection issues (.8); review and revise claim objection draft (1.0).	1.80
08/14/23	Aimee M. Furness	Final review of documents to be produced (4.2); final review and revision of responses to requests for production (1.4).	5.60

Invoice Number: 21610582
Matter Name: Three Arrows Proceedings / Claims
Client/Matter Number: 0063320.00042
Billing Attorney: Alexander Grishman

September 29, 2023
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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/14/23	Richard Kanowitz	Review and respond to emails to/from 3AC JPLs and BlockFi legal team concerning BlockFi's discovery objections and responses.	0.30
08/14/23	Patti Zerwas	Coordinate the preparation and the electronic file transfer of the completed production.	2.30
08/15/23	Jordan Chavez	Review and analyze foreclosure and sale data.	0.30
08/15/23	Lauren Sisson	Review updated draft of 3AC claim objection.	0.70
08/16/23	Richard D. Anigian	Revise 3AC Omnibus objection, supporting declaration and evidence (3.3); multiple communications with BlockFi team regarding same (.3).	3.60
08/16/23	Richard Kanowitz	Prepare claim objection to 3AC proofs of claim filed against BlockFi.	0.80
08/16/23	J. Frasher Murphy	Review and analyze draft of objection to 3AC claims.	0.60
08/16/23	Lauren Sisson	Review and comment on 3AC objection to claim, exhibits, and certification.	0.70
08/16/23	Lauren Sisson	Review and analyze hearing on 3AC claims in Genesis proceedings.	1.10
08/17/23	Jordan Chavez	Review and analyze committee joinder to estimation motion.	0.20
08/17/23	Aimee M. Furness	Review and comment on claim objection (.5); analyze materials related to objection (2.1).	2.60
08/17/23	Richard Kanowitz	Review, analyze and edit revised draft of BlockFi's objection to 3AC proofs of claim	0.80
08/17/23	J. Frasher Murphy	Review UCC joinder to motion to estimate 3AC claims.	0.20
08/17/23	Lauren Sisson	Analysis of issues regarding objection to 3AC claims.	1.70
08/17/23	Lauren Sisson	Prepare schedule of 3AC claims for objections to same.	0.40
08/18/23	Lauren Sisson	Correspondence with client on certifications for 3AC and additional information/documents needed.	0.60
08/18/23	Lauren Sisson	Prepare revisions to 3AC objection.	1.50
08/20/23	Aimee M. Furness	Review and revise objection to 3AC claim.	0.60
08/20/23	Richard Kanowitz	Review, analyze and edit revised draft of BlockFi's objection to 3AC proofs of claim.	0.60
08/20/23	Lauren Sisson	Correspondence with client on certification to 3AC claim objection.	0.10
08/20/23	Lauren Sisson	Further comments and revisions to 3AC claim objection.	1.40
08/21/23	Richard D. Anigian	Finalize objection to 3AC claims.	0.40

Invoice Number: 21610582
Matter Name: Three Arrows Proceedings / Claims
Client/Matter Number: 0063320.00042
Billing Attorney: Alexander Grishman

September 29, 2023
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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/21/23	Jordan Chavez	Review and revise claim objection.	1.80
08/21/23	Alexander Grishman	Review of 3AC claims objection filed with court.	0.50
08/21/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams, Walkers and Bermuda JPLs concerning comments/edits to revised draft of BlockFi's objection to 3AC proofs of claim.	0.60
08/21/23	J. Frasher Murphy	Review final version of claim objection.	0.30
08/21/23	Lauren Sisson	Correspondence with Kroll on service of 3AC objection.	0.20
08/21/23	Lauren Sisson	Final review and preparation of notice, objection, certification, proposed order, schedule, and exhibits to 3AC claim for filing (2.5); coordinate filing and service with Kroll and local counsel (.2).	2.70
08/22/23	Richard Kanowitz	Prepare BlockFi's discovery demands to 3AC in connection with BlockFi's objections to proofs of claim filed by the 3AC debtors.	0.40
08/23/23	Jordan Chavez	Correspond with counsel to Three Arrows, the Committee, and BlockFi regarding Three Arrows estimation motion, claim objection, discovery issues, and BlockFi claims in Three Arrows liquidation.	1.20
08/23/23	Aimee M. Furness	Address issues related to motion to estimate and claims objections to Three Arrows' claims (.3); participate in call with Three Arrows' JPLs' counsel regarding various issues (.4); review materials provided to creditors by the JPLs (.9); review BVI filings (.2); address issues related to claim filed in 3AC's BVI matter (.3).	2.10
08/23/23	Richard Kanowitz	Prepare for and conduct meet and confer with counsel for 3AC JPLs concerning BlockFi claim objection and estimation motion	0.70
08/23/23	Lauren Sisson	Participate in call with counsel for 3AC on estimation and objection motions.	0.30
08/24/23	Jordan Chavez	Review and analyze discovery issues (.3); correspond with Walkers and Ms. Furness regarding BlockFi deficiency claim (.1).	0.40
08/25/23	Aimee M. Furness	Review BVI claim (.2); address issues related to same (2.4).	2.60
08/28/23	Jordan Chavez	Strategize regarding discovery requests (.5); correspond with BlockFi and Ms. Furness regarding deficiency claim detail (.2).	0.70
08/28/23	Aimee M. Furness	Draft requests for production to 3AC JPLs (1.3); review calculations of claims and support therefore (2.1).	3.40
08/29/23	Aimee M. Furness	Review and revise requests for production (.8); legal analysis on Three Arrows claims and BlockFi's claims against Three Arrows (1.8)	2.60

Invoice Number: 21610582
Matter Name: Three Arrows Proceedings / Claims
Client/Matter Number: 0063320.00042
Billing Attorney: Alexander Grishman

September 29, 2023
Page 7 of 7

Chargeable Hours 120.00

Total Fees \$107,376.00

Adjustment (15% Discount) \$ (16,106.40)

Total Adjusted Fees \$91,269.60

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Aimee M. Furness	27.00	\$1,000.00	\$27,000.00
Alexander Grishman	0.50	\$1,075.00	\$537.50
J. Frasher Murphy	5.70	\$1,100.00	\$6,270.00
Richard D. Anigian	8.30	\$1,200.00	\$9,960.00
Richard Kanowitz	12.70	\$1,400.00	\$17,780.00
Jordan Chavez	23.40	\$775.00	\$18,135.00
Lauren Sisson	16.90	\$710.00	\$11,999.00
ReNecia Sherald	21.40	\$630.00	\$13,482.00
Tom Zavala	1.00	\$730.00	\$730.00
Patti Zerwas	2.90	\$475.00	\$1,377.50
Kenneth J. Rusinko	0.20	\$525.00	\$105.00
Total Professional Summary			\$107,376.00

Total Fees, Expenses and Charges \$91,269.60

Total Amount Due USD \$91,269.60

HAYNES BOONE

Invoice Number: 21610583
Invoice Date: September 29, 2023
Matter Name: BlockFi Wallet
Client/Matter Number: 0063320.00043
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through August 31, 2023

Total Fees	\$6,626.00
Adjustment (15% Discount)	\$ (993.90)
Total Adjusted Fees	\$5,632.10
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$5,632.10
Total Invoice Balance Due	USD \$5,632.10

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**
SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S
Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21610583** • Client Number **0063320.00043** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21610583
Matter Name: BlockFi Wallet
Client/Matter Number: 0063320.00043
Billing Attorney: Alexander Grishman

September 29, 2023
Page 2 of 3

For Professional Services Through August 31, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/01/23	Lauren Sisson	Correspondence with client regarding proofs of claim for Wallet amounts filed by International clients.	0.60
08/07/23	J. Frasher Murphy	Analysis of issues regarding wallet claims and withdrawals (.4); review correspondence from indenture trustee regarding same (.2).	0.60
08/10/23	Alexander Grishman	Review Wallet process in Plan.	0.40
08/10/23	J. Frasher Murphy	Review entered wallet comfort order.	0.20
08/16/23	Jordan Chavez	Correspond with counsel to certain wallet holders and Scratch counsel regarding wallet withdrawals.	0.40
08/16/23	J. Frasher Murphy	Review entered Order on wallet withdrawals.	0.30
08/21/23	Jordan Chavez	Respond to creditor inquiries regarding wallet withdrawals.	0.50
08/22/23	Jordan Chavez	Review and analyze garnishment issues related to wallet claims (.4) correspond with BlockFi regarding same (.2); respond to creditor inquiries regarding wallet withdrawals (.3).	0.90
08/22/23	J. Frasher Murphy	Analyze various issues arising in connection with customer Wallet withdrawals (.5); emails with BlockFi legal team regarding [REDACTED] (.3).	0.80
08/24/23	Jordan Chavez	Review and analyze [REDACTED] requests regarding [REDACTED] wallet (.2); correspond with Mr. Petrie regarding same (.2); correspond with BlockFi regarding garnishment orders related to wallet withdrawals (.2).	0.60
08/28/23	Richard Kanowitz	Review and respond to emails to/from BRG and BlockFi financial and legal teams concerning return of assets to clients and related administrative issues.	0.40
08/31/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams and UCC advisors concerning return of assets to clients and communications concerning same	0.90

Chargeable Hours 6.60

Total Fees	\$6,626.00
Adjustment (15% Discount)	\$ (993.90)
Total Adjusted Fees	\$5,632.10

Invoice Number: 21610583
Matter Name: BlockFi Wallet
Client/Matter Number: 0063320.00043
Billing Attorney: Alexander Grishman

September 29, 2023
Page 3 of 3

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Alexander Grishman	0.40	\$1,075.00	\$430.00
J. Frasher Murphy	1.90	\$1,100.00	\$2,090.00
Richard Kanowitz	1.30	\$1,400.00	\$1,820.00
Jordan Chavez	2.40	\$775.00	\$1,860.00
Lauren Sisson	0.60	\$710.00	<u>\$426.00</u>
Total Professional Summary			\$6,626.00

Total Fees, Expenses and Charges **\$5,632.10**

Total Amount Due **USD \$5,632.10**

HAYNES BOONE

Invoice Number: 21610584
Invoice Date: September 29, 2023
Matter Name: Digistar Recovery
Client/Matter Number: 0063320.00044
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through August 31, 2023

Total Fees	\$67,790.50
Adjustment (15% Discount)	\$ (10,168.58)
Total Adjusted Fees	\$57,621.92
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$57,621.92
Total Invoice Balance Due	USD \$57,621.92

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

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ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**
SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S
Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21610584** • Client Number **0063320.00044** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21610584
Matter Name: Digistar Recovery
Client/Matter Number: 0063320.00044
Billing Attorney: Alexander Grishman

September 29, 2023
Page 2 of 7

For Professional Services Through August 31, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/01/23	Matt Ferris	Review and consideration of litigation status, strategy and next steps (.5); correspond with BlockFi team regarding same (.3).	0.80
08/02/23	Matt Ferris	Correspond with BlockFi team regarding status of settlement discussions and next steps (.3); review follow up correspondence with Digistar's counsel (.1).	0.40
08/02/23	Tom Zavala	Review settlement discussion notes and upcoming deadlines (.3); discuss settlement strategy with BlockFi legal team (.1).	0.40
08/03/23	Matt Ferris	Review and analysis of litigation strategy and considerations (.5); correspond with BlockFi team regarding adversary proceeding status and next steps (.4); prepare for (.2) and participate in settlement call with Digistar's counsel (.3).	1.40
08/03/23	Charlie M. Jones	Prepare for and participate in settlement conference with counsel for Digistar.	0.30
08/03/23	Tom Zavala	Prepare for and attend call with opposing counsel on settlement.	0.50
08/04/23	Matt Ferris	Review and respond to correspondence to/from BlockFi team regarding Digistar settlement discussions.	0.30
08/04/23	Tom Zavala	Correspond with BlockFi legal team regarding settlement discussions with opposing counsel and next steps.	0.30
08/07/23	Matt Ferris	Review and respond to correspondence to/from BlockFi team and Digistar's counsel regarding adversary proceeding status and potential adjournment of motion to dismiss hearing and corresponding extension in Norwegian proceeding (.5); call with BlockFi team regarding same (.4) consideration of status and next steps in Norwegian proceeding (.3).	1.20
08/07/23	Matthew Frankle	Update call with Schjodt on Norwegian proceedings.	0.50
08/07/23	Matthew Frankle	Call with BlockFi legal and institutions on Digistar settlement discussions.	0.50
08/07/23	Richard Kanowitz	Review and respond to emails to/from Digistar counsel and BlockFi legal and financial teams concerning settlement negotiations and stay of proceedings.	0.60
08/07/23	Tom Zavala	Discuss Digistar settlement status with BlockFi financial and legal teams.	0.40
08/08/23	Matt Ferris	Review and respond to correspondence from Digistar's counsel regarding adjournment and related matters (.5); multiple calls and emails with BlockFi and Schjodt teams regarding same, temporary pause of Norwegian proceeding, and next steps in adversary proceeding (.8).	1.30

Invoice Number: 21610584
Matter Name: Digistar Recovery
Client/Matter Number: 0063320.00044
Billing Attorney: Alexander Grishman

September 29, 2023
Page 3 of 7

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/08/23	Matthew Frankle	Review of procedure from Schjodt on proceeding (.3); analysis of issues regarding adjournments.(.3)	0.60
08/08/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams and Digistar counsel concerning settlement negotiations and stay of proceedings.	0.20
08/08/23	Lauren Sisson	Review and analyze Digistar motion to dismiss (1.4); analyze Digistar motion to dismiss response and settlement negotiations (.7).	2.10
08/08/23	Tom Zavala	Review draft response to motion to dismiss (.4); discuss same with BlockFi legal team (.2).	0.60
08/09/23	Matt Ferris	Correspond with BlockFi and Schjodt teams regarding adjournment of hearing on motion to dismiss, temporary pause of Norwegian proceeding, and next steps in adversary proceeding (.6); correspond with Digistar's counsel regarding adjournment and related matters (.4); review updated scheduling order and entered sealing orders (.2).	1.20
08/09/23	Matthew Frankle	Review of court order on motion to seal.	0.30
08/09/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning revised scheduling order for adversary proceeding pretrial conference and motion to dismiss.	0.20
08/09/23	Richard Kanowitz	Review and respond to emails to/from Digistar counsel and BlockFi legal and financial teams concerning settlement negotiations and stay of proceedings.	0.30
08/09/23	Lauren Sisson	Draft amended scheduling order (.3); correspondence with opposing counsel on same (.3); prepare scheduling order for filing (.2); analyze issues regarding response to motion to dismiss (.6).	1.40
08/09/23	Tom Zavala	Review draft response to motion to dismiss (.9); discuss same with BlockFi legal team (.2).	1.10
08/10/23	Richard D. Anigian	Review Digistar Scheduling Order.	0.10
08/10/23	Matt Ferris	Correspond with Digistar's counsel regarding adversary proceeding scheduling and next steps (.3); review entered scheduling order (.1).	0.40
08/10/23	Kimberly Morzak	Update litigation tracker with new Digistar deadlines and hearing.	0.30
08/10/23	Kimberly Morzak	Review amended scheduling order and update calendars.	0.30
08/10/23	Kenneth J. Rusinko	Review pleadings relating to pre-trial conference and Motion to Dismiss Digistar Adversary Proceeding.	0.20
08/14/23	Matt Ferris	Review and analysis of Defendants' deliverables in support of settlement offer (.3); correspond with BlockFi team and Digistar's counsel regarding follow up matters related to same (.5); review and comment on draft correspondence to UCC team regarding status of settlement negotiations (.2).	1.00

Invoice Number: 21610584
Matter Name: Digistar Recovery
Client/Matter Number: 0063320.00044
Billing Attorney: Alexander Grishman

September 29, 2023
Page 4 of 7

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/14/23	Matthew Frankle	Review of backup from Digistar counsel in support of settlement offer.	0.30
08/14/23	Matthew Frankle	Call with Norwegian counsel regarding Digistar proceedings.	0.50
08/14/23	Lauren Sisson	Research and analysis of case law regarding motion to dismiss arguments (1.9); strategy development regarding response to motion to dismiss (2.2).	4.10
08/14/23	Tom Zavala	Draft summary of settlement negotiations for UCC review.	0.70
08/15/23	Matt Ferris	Consideration and development of litigation strategy (.7); multiple calls and emails with BlockFi team regarding same (.5); correspond with Digistar's counsel regarding information requests (.2); review and comment on status update email to UCC team (.2); review and respond to correspondence to/from BlockFi team regarding litigation status, information requests, and next steps (.5).	2.10
08/15/23	Matthew Frankle	Review of Agreed Scheduling Order.	0.40
08/15/23	Richard Kanowitz	Review and respond to emails to/from Digistar counsel and BlockFi legal and financial teams concerning settlement negotiations and stay of proceedings.	0.20
08/15/23	Lauren Sisson	Review service of process documents (.3); research venue transfer statutes (.5); review and revise opposition to motion to dismiss (1.3).	2.10
08/15/23	Tom Zavala	Correspond with BlockFi legal team regarding response to Defendants' motion to dismiss and settlement update to Committee (.5); draft settlement update to Committee (.1); review and revise response to Defendants' motion to dismiss (1.0).	1.60
08/16/23	Matt Ferris	Review and analysis of settlement offer and supporting information (.4); correspond with BlockFi team regarding same and next steps (.4); correspond with UCC team regarding same (.2); review and comment on revised draft of response to motion to dismiss (.6).	1.60
08/16/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams and UCC counsel concerning Digistar settlement offer to resolve BlockFi adversary proceeding.	0.20
08/16/23	Lauren Sisson	Further edits to response to motion to dismiss.	1.20
08/16/23	Tom Zavala	Research Third Circuit case law regarding [REDACTED] (.6); revise response to Defendants' motion to dismiss (1.5).	2.10
08/17/23	Matt Ferris	Review and comment on revised draft of response to motion to dismiss (.7); review and development of litigation strategy with respect to same (.5); correspond with BlockFi team regarding same (.5); correspond with Schjodt team regarding status of Norwegian proceeding and related matters (.3).	2.00
08/17/23	Matthew Frankle	Review of response regarding Digistar motion to dismiss (.5); review of backup material and deal docs in support of motion (.9).	1.40

Invoice Number: 21610584
Matter Name: Digistar Recovery
Client/Matter Number: 0063320.00044
Billing Attorney: Alexander Grishman

September 29, 2023
Page 5 of 7

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/17/23	Ethan Kerstein	Analysis of issues regarding response to Digistar motion to dismiss.	0.10
08/17/23	Lauren Sisson	Review comments and edits to response to motion to dismiss.	1.20
08/18/23	Matt Ferris	Review and respond to correspondence from Schjodt team regarding status of Norwegian proceeding (.2); review and analysis of evidentiary matters related to opposition to motion to dismiss (1.0); consideration and development of litigation strategy related to adversary proceeding and response to motion to dismiss (.7).	1.90
08/18/23	Ethan Kerstein	Analysis of issues regarding response to Digistar motion to dismiss (.3); review same, complaint, and Digistar motion to dismiss (.7); analyze evidentiary matters related to response to motion to dismiss (1.4); prepare summary of findings regarding same (1.2).	3.60
08/20/23	Ethan Kerstein	Prepare [REDACTED].	2.10
08/20/23	Lauren Sisson	Conduct additional research regarding motion to dismiss arguments (.7); review draft of response to motion to dismiss (.8).	1.50
08/21/23	Matt Ferris	Review and comment on further revised draft of response to motion to dismiss [REDACTED] (1.3); review and respond to correspondence from Digistar's counsel (.3); correspond with UCC team regarding adversary status (.3); prepare for (.3) and participate in conference call with UCC team to discuss settlement offer (.4); multiple follow up calls and emails with BlockFi team and Digistar's counsel regarding adversary proceeding scheduling matters (.8).	3.40
08/21/23	Matthew Frankle	Participate on update call with Norwegian counsel.	0.50
08/21/23	Matthew Frankle	Review and revise response to Motion to Dismiss.	2.90
08/21/23	Matthew Frankle	Attend call with UCC advisors on potential settlement.	0.40
08/21/23	Charlie M. Jones	Strategy development related to Digistar and issues concerning potential agreed resolution of dispute.	0.20
08/21/23	Ethan Kerstein	Prepare [REDACTED] (1.0); edit response to Digistar's motion to dismiss (4.4).	5.40
08/21/23	Lauren Sisson	Participate in call with UCC on Digistar settlement.	0.40
08/21/23	Tom Zavala	Discuss and evaluate Digistar's settlement proposal with Committee.	0.40

Invoice Number: 21610584
Matter Name: Digistar Recovery
Client/Matter Number: 0063320.00044
Billing Attorney: Alexander Grishman

September 29, 2023
Page 6 of 7

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/22/23	Matt Ferris	Multiple calls and emails regarding adjournment of hearing on motion to dismiss (.5); review and comment on revised drafts of response to motion to dismiss [REDACTED] (.8); review and respond to correspondence from Schjodt team regarding Norwegian proceeding and related matters (.4); review and consideration of adversary proceeding scheduling matters (.4); correspond with Digistar's counsel regarding adjournment (.3); review draft amended scheduling order (.2).	2.60
08/22/23	Lauren Sisson	Further revise response to motion to dismiss (2.3); draft and update scheduling order and prepare same for filing (.6).	2.90
08/23/23	Matt Ferris	Review and respond to correspondence to/from Schjodt team regarding adjournment of hearing on motion to dismiss and related stay of Norwegian proceeding (.4); review and analysis of Digistar financials in connection with evaluation of settlement offer (.7); analysis of issues regarding adjournment of hearing on motion to dismiss (.2); review amended scheduling order (.2); correspond with BlockFi and UCC teams regarding status update (.3).	1.80
08/23/23	Kimberly Morzak	Review second amended agreed joint scheduling order and update calendars and litigation tracker with revised dates.	0.30
08/24/23	Matt Ferris	Review and respond to correspondence from Schjodt team regarding status of Norwegian proceeding (.3); consideration of adversary proceeding and settlement discussion status and next steps (.4); correspond with BlockFi team regarding same (.3).	1.00
08/25/23	Matt Ferris	Correspond with Digistar's counsel (.2); consideration of open issues and next steps with respect to settlement negotiations (.5); correspond with BlockFi team regarding same (.2).	0.90
08/25/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal team concerning second amended scheduling order entered in adversary proceeding.	0.20
08/27/23	Matt Ferris	Review and respond to status update correspondence regarding Norwegian proceeding.	0.20
08/29/23	Matt Ferris	Review and respond to correspondence to/from BlockFi team and Digistar's counsel regarding status and next steps.	0.60
08/31/23	Matt Ferris	Review and consideration of litigation status and pending deadlines (.4); correspond with UCC team regarding same and related matters (.3); strategy development with respect to defendants' motion to dismiss and potential next steps in adversary proceeding (.5); further analysis and development of legal arguments and authorities in support of objection to motion to dismiss (1.0).	2.20

Chargeable Hours 76.40

Total Fees

\$67,790.50

Invoice Number: 21610584
Matter Name: Digistar Recovery
Client/Matter Number: 0063320.00044
Billing Attorney: Alexander Grishman

September 29, 2023
Page 7 of 7

Adjustment (15% Discount) \$ (10,168.58)

Total Adjusted Fees \$57,621.92

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Charlie M. Jones	0.50	\$1,000.00	\$500.00
Matt Ferris	28.30	\$1,000.00	\$28,300.00
Matthew Frankle	8.30	\$1,150.00	\$9,545.00
Richard D. Anigian	0.10	\$1,200.00	\$120.00
Richard Kanowitz	1.90	\$1,400.00	\$2,660.00
Ethan Kerstein	11.20	\$730.00	\$8,176.00
Lauren Sisson	16.90	\$710.00	\$11,999.00
Tom Zavala	8.10	\$730.00	\$5,913.00
Kenneth J. Rusinko	0.20	\$525.00	\$105.00
Kimberly Morzak	0.90	\$525.00	\$472.50
Total Professional Summary			\$67,790.50

Total Fees, Expenses and Charges \$57,621.92

Total Amount Due USD \$57,621.92

HAYNES BOONE

Invoice Number: 21610585
Invoice Date: September 29, 2023
Matter Name: Vrai Nom Litigation
Client/Matter Number: 0063320.00045
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through August 31, 2023

Total Fees	\$53,832.00
Adjustment (15% Discount)	\$ (8,074.80)
Total Adjusted Fees	\$45,757.20
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$45,757.20
Total Invoice Balance Due	USD \$45,757.20

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**
SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S
Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21610585** • Client Number **0063320.00045** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21610585
Matter Name: Vrai Nom Litigation
Client/Matter Number: 0063320.00045
Billing Attorney: Alexander Grishman

September 29, 2023
Page 2 of 6

For Professional Services Through August 31, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/01/23	Matt Ferris	Review and comment on revised draft of motion to approve alternate service (.8); correspond with BlockFi team regarding same (.2); review affidavit of service and correspondence regarding same (.3).	1.30
08/01/23	Charlie M. Jones	Review and revise motion for substitute service.	0.90
08/01/23	Tom Zavala	Review comments from BlockFi legal team (.5); revise motion for alternate service to address same (1.8).	2.30
08/02/23	Matt Ferris	Review and comment on further revised draft of motion to approve alternate service (1.0); review and comment on draft declaration in support of same (.5); multiple calls and emails with BlockFi team regarding draft motions and strategy development with respect to same (.6).	2.10
08/02/23	Tom Zavala	Analyze and address comments to alternate service motion from BlockFi legal team (1.0); review local rules on motion practice (.5); revise alternate service motion to conform to local rules and refine arguments (2.5).	4.00
08/03/23	Matt Ferris	Finalize Vrai Nom motions (.7); review and respond to correspondence to/from BlockFi and JPL teams regarding same (.3).	1.00
08/03/23	Matthew Frankle	Review of motion for alternative service for Vrai Nom.	0.40
08/03/23	Tom Zavala	Correspond with local counsel regarding comments to motion for alternate service.	0.20
08/04/23	Matt Ferris	Review and comment on revised draft of motion to enforce the automatic stay.	0.50
08/04/23	Charlie M. Jones	Review, revise, and comment of draft motion to enforce automatic stay against Vrai Nom.	0.80
08/04/23	Tom Zavala	Review stay violation motion (.3); correspond with BlockFi legal team regarding same (.2).	0.50
08/05/23	Matt Ferris	Review, comment on, and finalize further revised draft of motion to enforce the automatic stay.	0.90
08/05/23	Tom Zavala	Revise stay violation motion to address comments from BlockFi legal team.	3.00
08/06/23	Matt Ferris	Review and analysis of supplemental legal authorities in support of motion to enforce automatic stay (.7); review and comment on further revised draft of motion (1.5).	2.20

Invoice Number: 21610585
Matter Name: Vrai Nom Litigation
Client/Matter Number: 0063320.00045
Billing Attorney: Alexander Grishman

September 29, 2023
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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/06/23	Tom Zavala	Research and analyze case law regarding contempt and sanctions (2.5); review bankruptcy rules and local rules (.5); revise stay violation motion to incorporate contempt and sanctions arguments (3.2); draft certification in support of same (.5).	6.70
08/07/23	Matt Ferris	Finalize motions to enforce automatic stay and to approve alternate service (.8); multiple calls and emails with BlockFi team regarding same (.7); review correspondence with review parties regarding motions (.1).	1.60
08/07/23	Charlie M. Jones	Draft further adjustments to Vrai Nom motions for substitute service and to enforce automatic stay.	0.30
08/07/23	Tom Zavala	Attend call with BlockFi legal (.4); revise stay violation motion, alternate service motion and certifications in support (2.5).	2.90
08/08/23	Matt Ferris	Review and comment on near final drafts of motions to enforce automatic stay and to approve alternate service (1.1); multiple calls and emails with BlockFi team regarding finalizing and filing of same (.6).	1.70
08/08/23	Charlie M. Jones	Review and comment on current drafts of motion to enforce automatic stay and supporting declaration.	0.50
08/08/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams, Bermuda JPLs and Walkers concerning Vrai Nom litigation and motion to enforce stay.	0.30
08/08/23	Brian Singleterry	Review and analyze motions and certifications for filings for alternate service and enforce the stay.	0.80
08/08/23	Tom Zavala	Review and revise alternate service motion, stay violation motion and certifications in support (6.1); review and address comments and questions to same from BlockFi legal team (1.0); discuss and coordinate filing of same with BlockFi legal team (.5).	7.60
08/09/23	Matt Ferris	Review and comment on draft certification in support of motion to approve alternate service (.2); consideration of next steps with respect to filed motions (.3).	0.50
08/09/23	Matthew Frankle	Review of Vrai Nom motion for service and certification.	0.30
08/09/23	Kenneth J. Rusinko	Review Motion to Enforce Stay Against Vrai Nom.	0.30
08/09/23	Tom Zavala	Revise Frankle certification (.7); prepare exhibit for filing (.2).	0.90
08/10/23	Matt Ferris	Review open issues regarding Vrai Nom filings and service of same.	0.30
08/10/23	Tom Zavala	Correspond with BlockFi legal teams and opposing counsel regarding Frankle certification.	0.40

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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/11/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams, Bermuda JPLs and Walkers concerning Vrai Nom litigation, including motion for alternative service and motion to enforce stay.	0.40
08/21/23	Matt Ferris	Review and consideration of adversary proceeding status and pending hearing dates and deadlines (.4); review and respond to correspondence from Vrai Nom's counsel regarding adjournment request (.3); consideration and development of litigation strategy in connection with same (.4).	1.10
08/21/23	Charlie M. Jones	Strategy development related to Vrai Nom litigation in light of recent communications from counsel for Vrai Nom regarding service dispute and contempt motion.	0.20
08/22/23	Jordan Chavez	Correspond with Kroll and debtors' professionals concerning Vrai Nom claim and scheduling order regarding adversary proceeding.	0.50
08/22/23	Matt Ferris	Review and respond to correspondence to/from Vrai Nom's counsel regarding adjournment request and non-opposition to motion to approve alternate service (.3); consideration of litigation strategy in connection with same (.4); follow up correspondence with BlockFi team and Vrai Nom's counsel regarding scheduling matters (.5); further review and analysis of [REDACTED] (.6); correspond with BlockFi team regarding same (.3).	2.10
08/22/23	Lauren Sisson	Correspondence [REDACTED] (.3); review [REDACTED] (.3).	0.60
08/23/23	Matt Ferris	Further review and analysis regarding [REDACTED] (.5); correspond with BlockFi team regarding same (.3); review and comment on draft of adjournment request (.1); consideration of adversary proceeding status and next steps (.4).	1.30
08/24/23	Jordan Chavez	Review and analyze issues related to [REDACTED] (.6); correspond with BlockFi and Ms. Sisson regarding same (.2).	0.80
08/24/23	Matt Ferris	Review and analysis regarding [REDACTED] (.5); correspond with BlockFi team regarding same (.4); review and respond to correspondence to/from Vrai Nom's counsel regarding scheduling matters (.2); review and comment on draft correspondence to BlockFi, JPL and UCC teams regarding status update (.3).	1.40
08/24/23	Kenneth J. Rusinko	Review Notice regarding hearing on Motion to Enforce Automatic Stay Against Vrai Nom and notify team.	0.20
08/24/23	Tom Zavala	Review and evaluate adjournment proposal from Vrai Nom's counsel (.2); communicate updates to client, Committee and JPLs regarding status of litigation and settlement negotiations (.9).	1.10

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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
08/25/23	Matt Ferris	Correspond with BlockFi team regarding approval of alternate service of process and next steps with respect to same (.3); review and comment on order granting motion to approve alternate service (.2); review and respond to correspondence to/from Vrai Nom's counsel regarding pending response deadlines and adversary procedure scheduling matters (.3); analysis regarding [REDACTED] (.6); correspond with BlockFi team regarding same (.2).	1.60
08/25/23	Tom Zavala	Draft post-filing version of alternate service order (.3); communicate with local counsel and opposing counsel regarding same (.3); review Rule 4 case law regarding service through clerk of court (.5).	1.10
08/28/23	Matt Ferris	Review and consideration of adversary proceeding status and next steps (.4); analyze matters regarding entry of order on motion to approve alternate service and Defendant's deadline to answer complaint (.3).	0.70
08/29/23	Matt Ferris	Review entered order granting motion to approve alternate service, and consideration of next steps in adversary proceeding (.4); review and revise status update correspondence to BlockFi and JPL teams (.2); follow up correspondence to/from JPL team (.2).	0.80
08/29/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams, Bermuda JPLs and UCC counsel concerning status of Vrai Nom litigation and related proceedings.	0.30
08/29/23	Tom Zavala	Communicate with BlockFi legal team, JPLs and UCC regarding status of Vrai Nom litigation (.3); begin drafting scheduling order (.9).	1.20
08/30/23	Matt Ferris	Review and consideration of scheduling matters, status of August 30 hearing, and next steps.	0.50
08/31/23	Matt Ferris	Review and comment on draft scheduling order.	0.30
08/31/23	Tom Zavala	Review local rules (.2); draft scheduling order in Vrai Nom matter (1.5); address comments to same (.3).	2.00

Chargeable Hours 63.40

Total Fees \$53,832.00

Adjustment (15% Discount) \$ (8,074.80)

Total Adjusted Fees \$45,757.20

Invoice Number: 21610585
Matter Name: Vrai Nom Litigation
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Billing Attorney: Alexander Grishman

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Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Charlie M. Jones	2.70	\$1,000.00	\$2,700.00
Matt Ferris	21.90	\$1,000.00	\$21,900.00
Matthew Frankle	0.70	\$1,150.00	\$805.00
Richard Kanowitz	1.00	\$1,400.00	\$1,400.00
Brian Singleterry	0.80	\$730.00	\$584.00
Jordan Chavez	1.30	\$775.00	\$1,007.50
Lauren Sisson	0.60	\$710.00	\$426.00
Tom Zavala	33.90	\$730.00	\$24,747.00
Kenneth J. Rusinko	0.50	\$525.00	\$262.50
Total Professional Summary			\$53,832.00

Total Fees, Expenses and Charges

\$45,757.20

Total Amount Due

USD \$45,757.20

HAYNES BOONE

Invoice Number: 21610578
Invoice Date: September 29, 2023
Matter Name: Expenses
Client/Matter Number: 0063320.00033
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through August 31, 2023

Total Fees	\$0.00
Total Expenses	\$7,686.33
Total Fees, Expenses and Charges	\$7,686.33
Total Invoice Balance Due	USD \$7,686.33

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**
SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S
Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21610578** • Client Number **0063320.00033** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21610578
Matter Name: Expenses
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Billing Attorney: Alexander Grishman

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For Professional Services Through August 31, 2023

Expenses

<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Amount</u>
05/11/23	UCC	Capitol Services, Inc. - UCC Searches	\$541.12
08/01/23	FEE	American Express - Filing Fee Expense Elective Dues - Kimberly Morzak - Dues for renewal of NJ Lawyers Fund for Rick Anigian - LAWYERS REG 0000 TRENTON NJ	\$338.87
08/01/23	FEE	American Express - Filing Fee Expense Elective Dues - Kimberly Morzak - Dues for renewal of NJ Lawyers Fund for Charlie Jones - LAWYERS REG 0000 TRENTON NJ	\$338.87
08/03/23	TTH	J&J Court Transcribers, Inc. - Transcripts and Tapes of Hearing	\$34.65
08/10/23	WST	Westlaw - MULTI-SEARCH DOCUMENT DISPLAYS	\$1,972.79
08/10/23	WST	Westlaw - MULTI-SEARCH TRANSACTIONAL SEARCHES	\$280.90
08/10/23	LEX	US CASES - DOC ACCESS	\$25.58
08/11/23	PSC	Pacer Service Center	\$5.90
08/14/23	ALS-170	Technical time - Prepare additional BlockFi documents for production	\$367.50
08/14/23	ALS-130	ESI Data Processing and Database Load - Process client documents for uploading to Xera for review.	\$225.00
08/15/23	LEX	US CASES - DOC ACCESS	\$25.58
08/15/23	PSC	Pacer Service Center	\$0.20
08/15/23	WST	Westlaw - MULTI-SEARCH TRANSACTIONAL SEARCHES	\$280.90
08/15/23	LEX	US STATUTORY CODES - DOC ACCESS	\$51.17
08/16/23	TTH	Veritext Corp. - Transcripts and Tapes of Hearing	\$79.20
08/17/23	PSC	Pacer Service Center	\$0.80
08/17/23	ALS-170	Technical time - Add documents from Box to the 1st production.	\$262.50
08/18/23	TTH	J&J Court Transcribers, Inc. - Transcripts and Tapes of Hearing	\$290.40
08/20/23	WST	Westlaw - MULTI-SEARCH TRANSACTIONAL SEARCHES	\$1,123.58
08/20/23	WST	Westlaw - MULTI-SEARCH DOCUMENT DISPLAYS	\$200.33
08/24/23	PSC	Pacer Service Center	\$0.80

Invoice Number: 21610578
Matter Name: Expenses
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<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Amount</u>
08/25/23	ALS-170	Technical time - Load documents to production database	\$108.50
08/28/23	LEX	US CASES - DOC ACCESS	\$25.58
08/28/23	PSC	Pacer Service Center	\$13.80
08/29/23	LEX	US CASES - DOC ACCESS	\$51.17
08/29/23	WST	Westlaw - MULTI-SEARCH TRANSACTIONAL SEARCHES	\$561.79
08/31/23	TTH	J&J Court Transcribers, Inc. - Transcripts and Tapes of Hearing	\$477.95
08/31/23	PSC	Pacer Service Center	\$0.90
Total Expenses			\$7,686.33

Expenses Summary

<u>Description</u>	<u>Amount</u>
Lexis	\$179.08
Transcripts and Tapes of Hearing	\$882.20
Filing Fee Expense	\$677.74
WestLaw	\$4,420.29
Pacer Service Center	\$22.40
Trial prep/Tech time	\$738.50
Process and load native data for review	\$225.00
UCC Searches	\$541.12
Total Expenses	\$7,686.33

Total Fees, Expenses and Charges	\$7,686.33
Total Amount Due	USD \$7,686.33